

wells crain
carnage[®]
USA



MARVEL

carnage



writer

zeb
wells

artist

clayton
crain

carnage

A graphic of the letters 'USA' in a bold, blocky font. The letters are filled with the stars and stripes of the American flag. The 'U' and 'A' have stars on their right sides, and the 'S' has stars on its left side.

letterer

vc's
clayton
cowles

associate
editors

tom
brennan
and
alejandro
arbons

editor

stephen
wacker

collection editor jennifer grünewald

assistant editors alex starbuck & nelson ribeiro • editor, special projects mark d. beazley
senior editor, special projects jeff youngquist • senior vice president of sales david gabriel
svp of brand planning & communications michael pasciullo • book design jeff powell

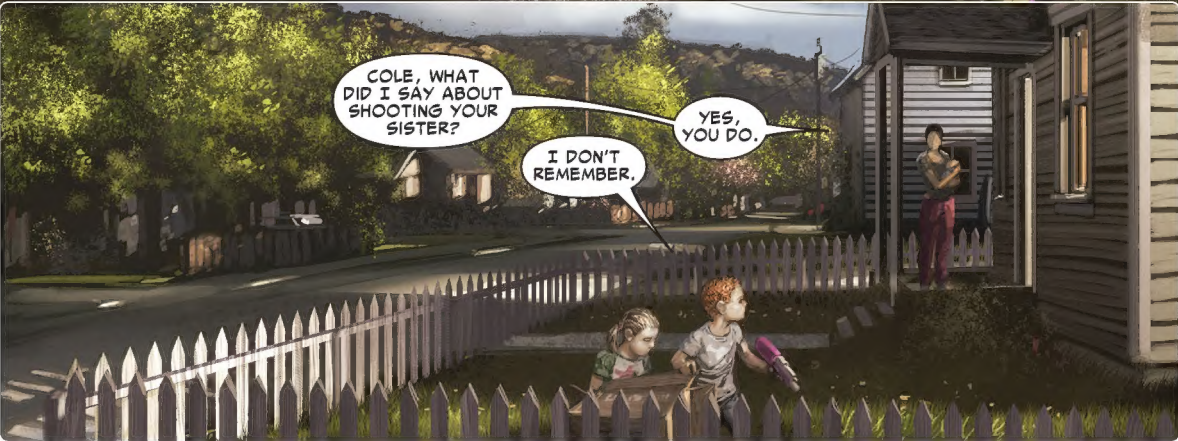
digital manager/production tim smith 3 • digital production jackeline tejada
editor in chief C.B. cebulski • chief creative officer joe quesada
president dan buckley • executive producer alan fine

© 2020 MARVEL. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.



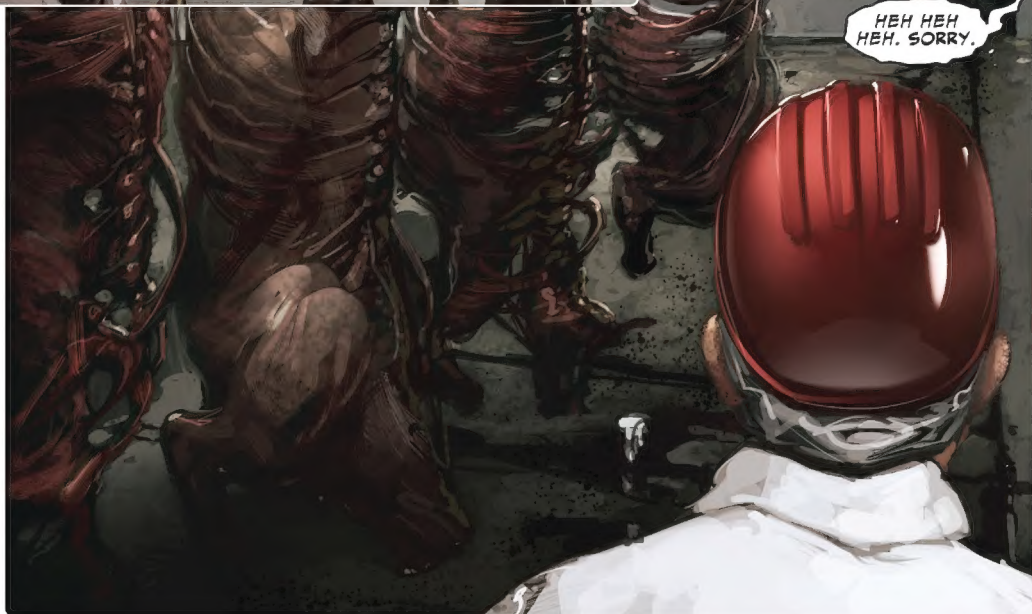
one

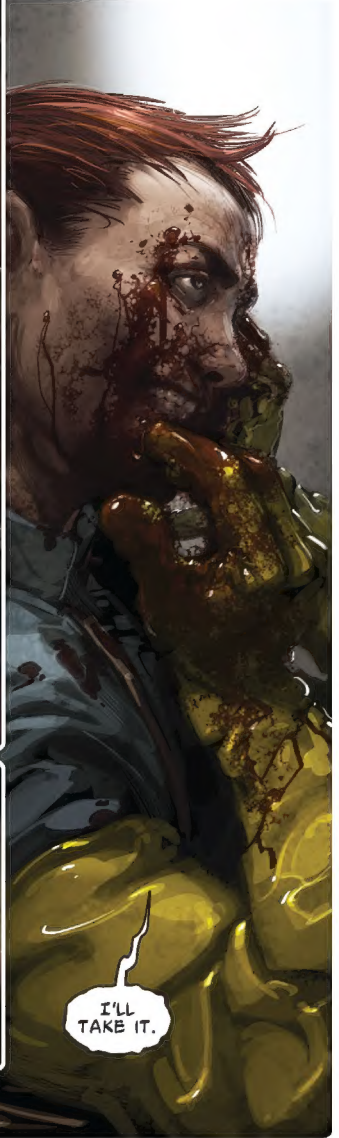
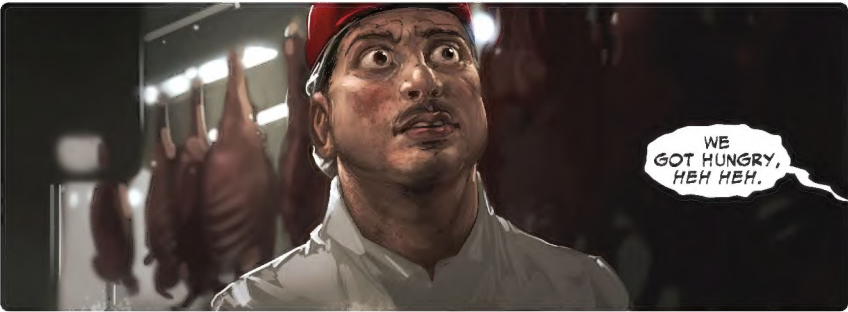
Colorado.



Ralsby Meat Packing Plant.

DOVERTON BRANCH.





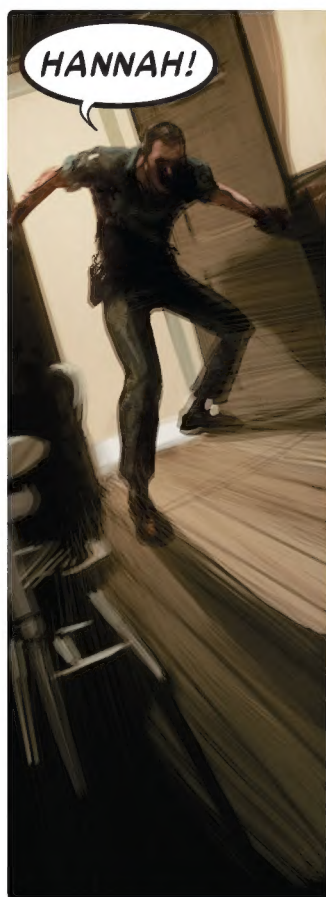
A full-page illustration of the character Carnage, a red, muscular, and highly detailed figure with a white spider-like mask. He is standing in a dark, chaotic environment filled with a thick, swirling pool of red blood. His arms are raised, and his body is covered in intricate muscle detail. In the top right corner, there is a red, jagged speech bubble containing the word "EVERYTHING!!!" in white, stylized, jagged letters.

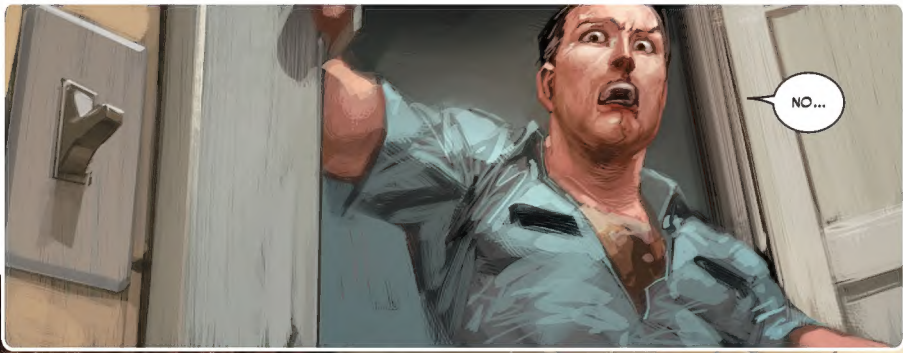
EVERYTHING!!!

CARNAGE U.S.A.

PART ONE - THIS LAND IS *MY* LAND

Four Days Ago.







"...IT'S A SMALL MEAT-PACKING
COMMUNITY IN COLORADO.
FOOTHILLS TO THE WEST,
PLAINS TO THE EAST.



"THEIR SHERIFF, BRYAN O'NEIL,
STUMBLED INTO A NEIGHBORING
COUNTY TWELVE HOURS AGO,
MUMBLING ABOUT A LIST OF
DEMANDS HE WAS CARRYING
FOR CLETUS KASADY.



"FIRST RESPONDERS DIDN'T
FIND A NOTE AND ASSUMED
O'NEIL WAS SUFFERING FROM
SUNSTROKE OR SOME
OTHER SORT OF TRAUMA.



"TURNS OUT
O'NEIL WASN'T
CARRYING THE
LIST..."

U.S. Emergency Response Center.

UNDISCLOSED LOCATION.

HE WAS THE LIST.

WE COUNTED A TOTAL OF FIVE HUNDRED POORLY-SPELLED WORDS CARVED INTO HIS BODY.

CLETUS WASN'T ABOVE SCRATCHING OUT HIS MISTAKES AND STARTING OVER. AND HE MADE A LOT OF MISTAKES.

TOOK OUR HANDWRITING EXPERTS THIRTY-SIX HOURS TO DECIPHER IT.

HAS O'NEIL BEEN ABLE TO MAKE A STATEMENT?

NEGATIVE. HE JUST KEEPS BABBLING ABOUT THE LAST THING KASADY SAID TO HIM BEFORE LETTING HIM LOOSE.



"THAT'LL DO, PIG..."

"THAT'LL DO."



YOU ABLE TO MAKE SENSE OF ALL THIS?

IT'S NONSENSE. RAMBLINGS ABOUT CLAIMING DOVERTON AS THE CAPITAL OF A SOVEREIGN SYMBIOTIC STATE; TAKING OVER THE WORLD.

HE'S THINKING BIG.

WHEN DO WE MOVE ON THIS?



"WE ALREADY HAVE."

I LOOK LIKE THE TEAM CLOWN TO YOU, BUB?

SPIDER-MAN

RELAX, HE DOES IT ALL THE TIME...

YOU'VE GOT A HEALING FACTOR! JUST DO IT!

WOLVERINE

HAWKEYE

IF SOMEBODY DOESN'T PUT THAT THING ON THEIR HEAD IN TEN SECONDS, I WIN THE BET!

I WANT TO BE WELL-HEARD ON THAT.

CAPTAIN AMERICA

FALL IN, AVENGERS. THIS IS NO TIME FOR GOOFING AROUND.

IT WASN'T MY IDEA--

SPIDER-MAN--

--CARNAGE IS BACK.



WHAT?
YOU'RE
SURE?

CIA CONFIRMED.
SMALL COLORADO
TOWN EAST OF
DENVER.

DON'T
KNOW IF
WE'RE RESCUING
HOSTAGES OR
RECOVERING
VICTIMS.

WE
MOVE OUT
IN FIVE.

I THINK
BEN GRIMM'S
IN TOWN. LEMME
GIVE HIM A
CALL.

HE HAS
SOMETHING
WE MIGHT
NEED...

THERE'S NO
TIME TO GATHER
A FULL TEAM,
WE'RE HEADING
OUT.

BLIP



THAT'S GREAT!
WE NEED TIRED
STORIES ABOUT YANCY
STREET AND HIS
@#*#* AUNT OR
WHATEVER?

WHERE'D
THAT COME
FROM?

OH, WE'RE
STILL PRETENDING
THE THING ISN'T
ANNOYING?

ALWAYS WITH
THE "EVER-LOVIN'
BLUE-EYED"
SCHTICK.



BEN?!
HE'S A GREAT
GUY...

HE'S
NOT THAT
BAD.

HE NEEDS
SOME NEW
MATERIAL.

EVER
LOVIN' BLUE-
EYED THING
SPEAKING, WHAT
CAN I DO FOR
YA?

O-OH.
HI, BEN.



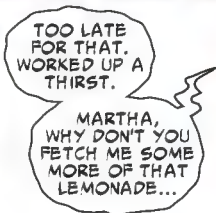
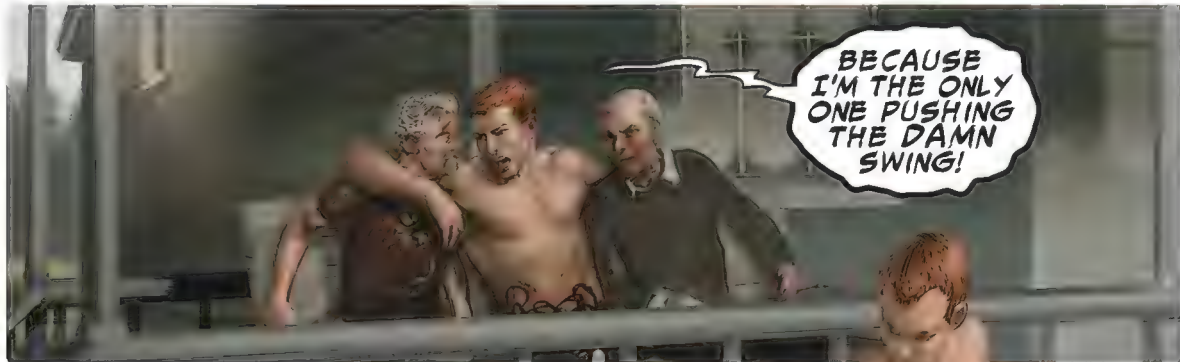
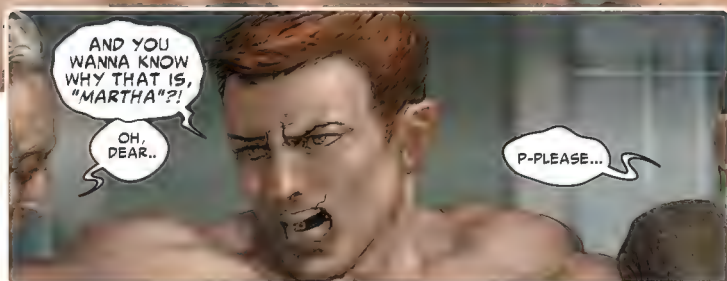
LET'S MOVE,
PEOPLE.

HOW'D
HE ANSWER
THE PHONE?

CAN I
GUESS?

SHHHH!

SHUT
UP!





Kansas/Colorado Border.

WE'VE PULLED OUR
HELICOPTERS OUT,
AVENGERS. AIR SPACE
IS CLEAR FOR YOUR
ARRIVAL.

WITH
THIS SONIC
DISRUPTER, IF
CARNAGE IS
DOWN
THERE...

...IT'S
CLOBBERIN'
TIME!

OF
COURSE IT
IS...

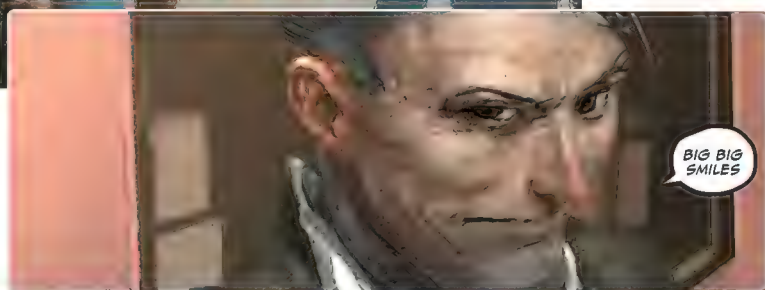
THE
THING

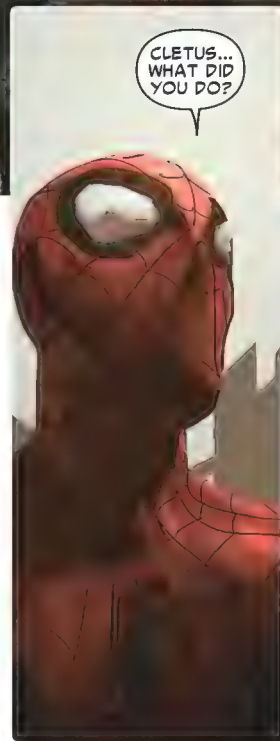
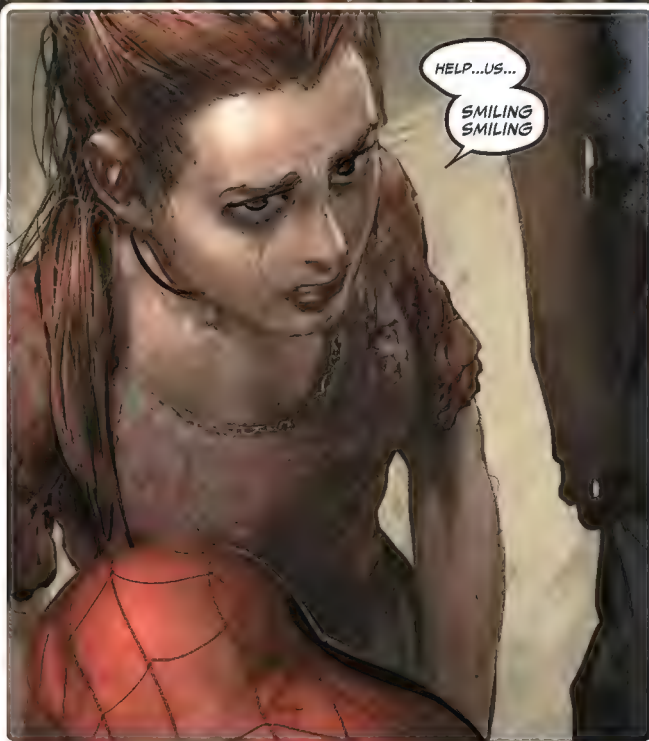
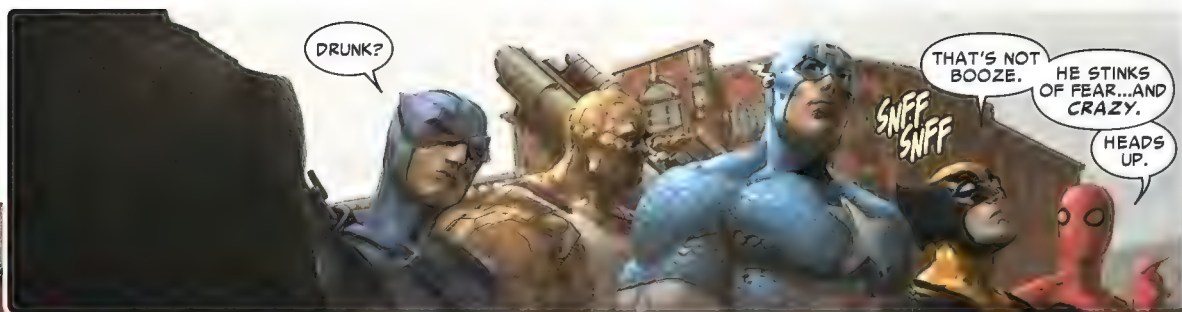
I'M TAKING
US DOWN AT
THE EDGE OF
TOWN.

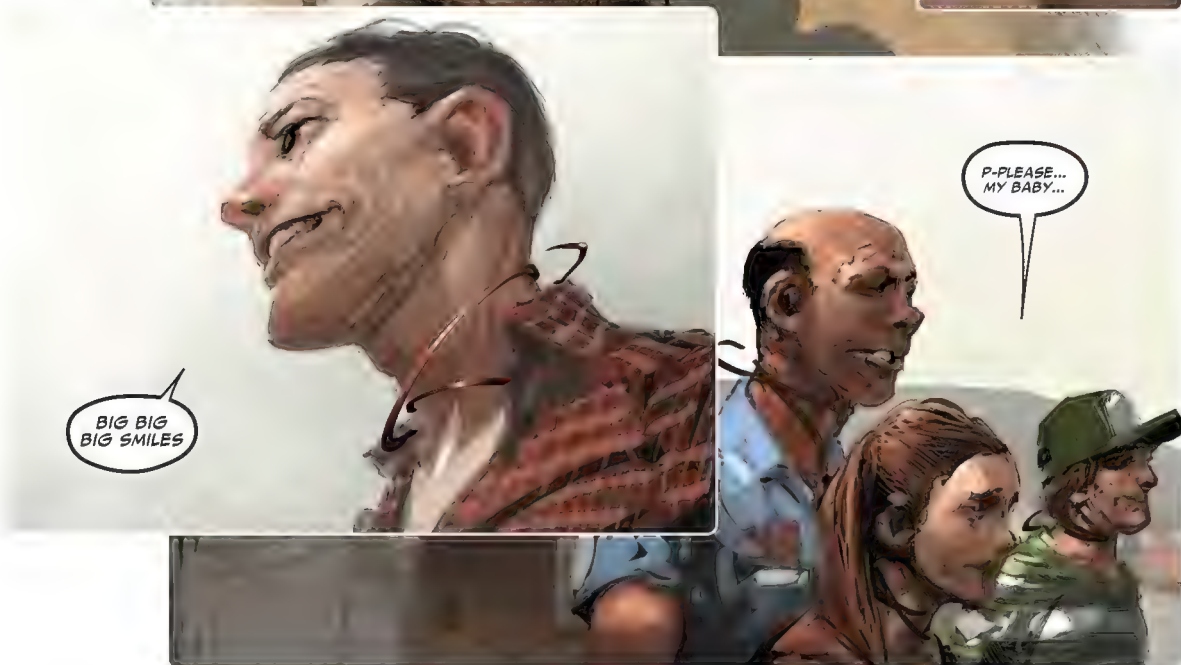
WE'RE
NOT GOING
STRAIGHT FOR
HIM?

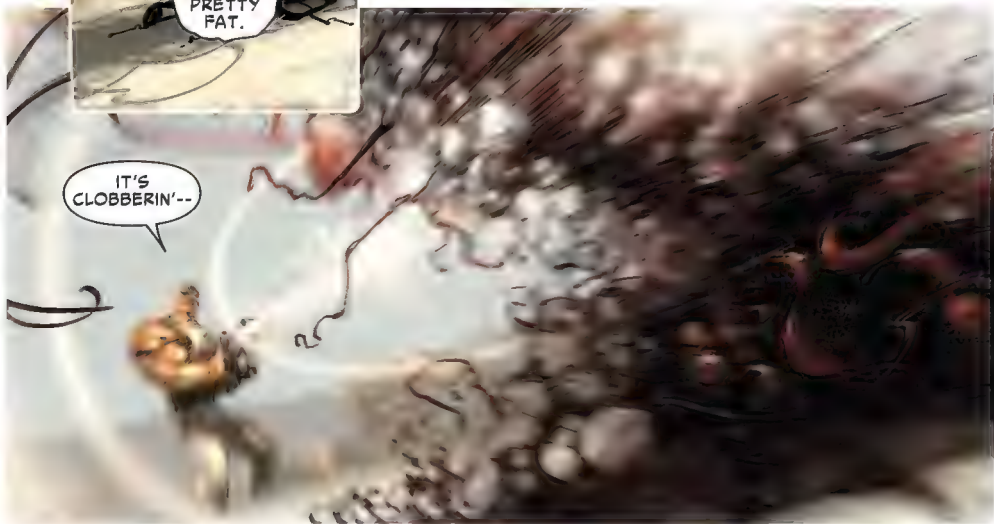
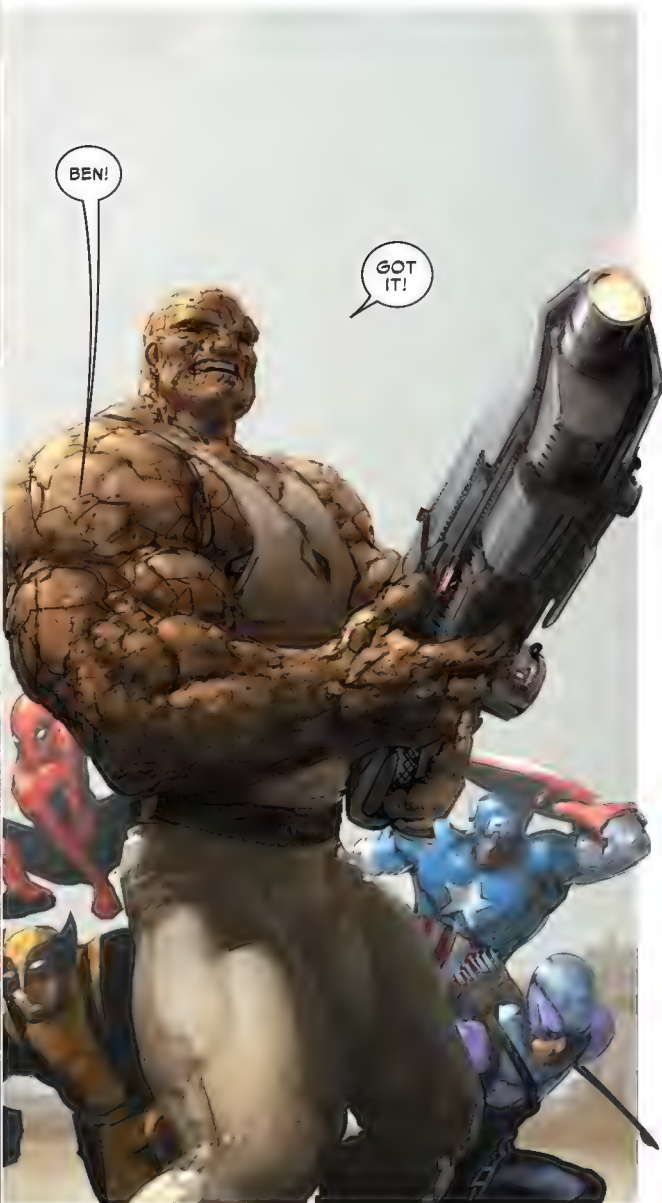
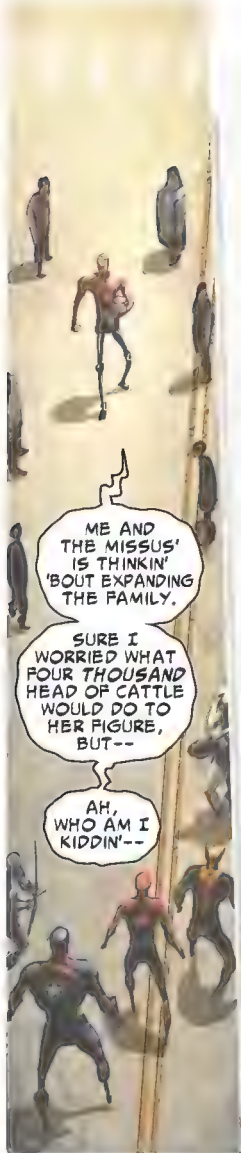
YOU DON'T
KNOW HIM, LOGAN.
IF WE ATTACK HIM
OUTRIGHT HE COULD
START SLAUGHTERING
CIVILIANS.

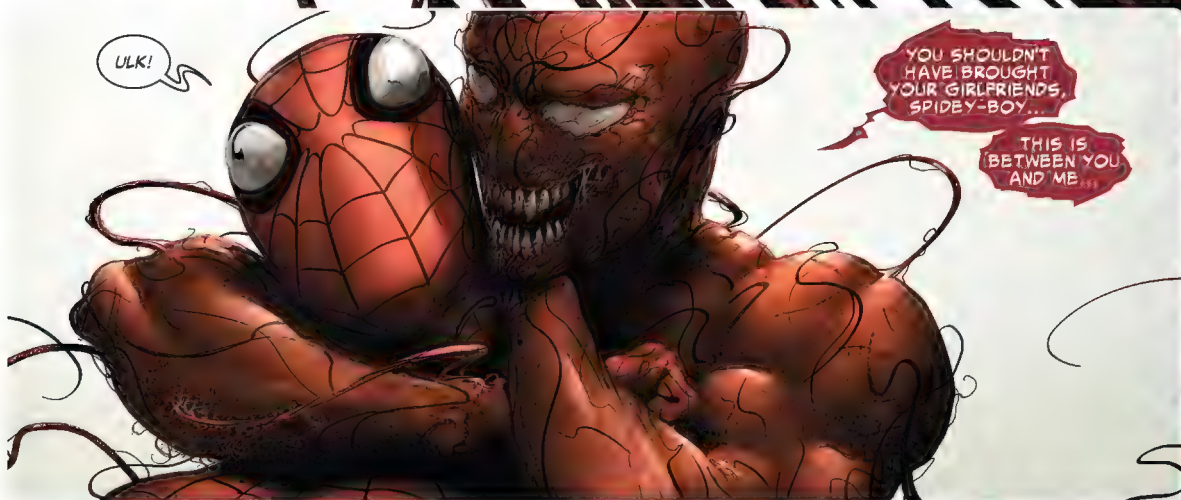
THEN HE
DIDN'T KNOW
A HELLUVA LOT
ABOUT ME,
EITHER.













OR AT
LEAST IT
WAS...

U.S. Emergency Response Center.





#1 variant by humberto ramos,
wayne faucher & edgar delgado



©

Mission File 0336-Doverton
Situation Report: Spider-Man
was the last Avenger to lose
contact at 1700 hours.

Last transmission has
been identified as
Cletus Kasady, a.k.a.
Carnage, singing a song.

PP
THE ITSY
BITSY SPIDER
BLAH BLAH BLAH
BLAH BLAH
BLAH... ♪

Followed by Spider-Man
apparently arguing with
a teammate.

WOLVERINE!
FIGHT IT!

YEA
RR
RG
GH!

We have to
assume that the
Thing, Hawkeye
and Captain
America have
been compromised
as well.

FIGHT
IT--

EH, WHO
AM I KIDDING?
THAT NEVER
WORKS.

If
Spider-Man
is still
active...

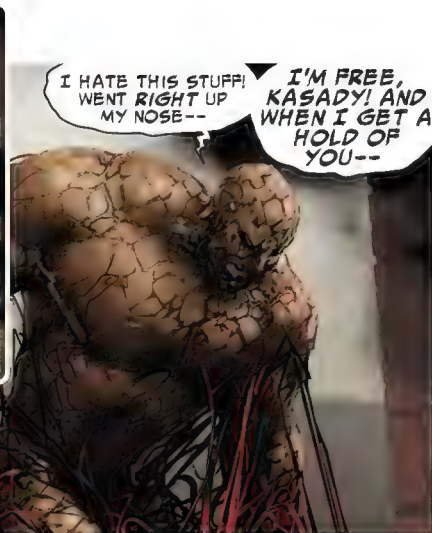
...he's
acting
alone.

PP
SOMETHING
SOMETHING
SOMETHING GETS
HIS HEART
TORN OUT! ♪



CARNAGE U.S.A., PART TWO
RED, WHITE, AND DIE!





CONTINGENCY A

SCORN, A.K.A.
DR. TANIS NIEVES.

TAKE
A LOOK AT
THE NEXT
ONE.

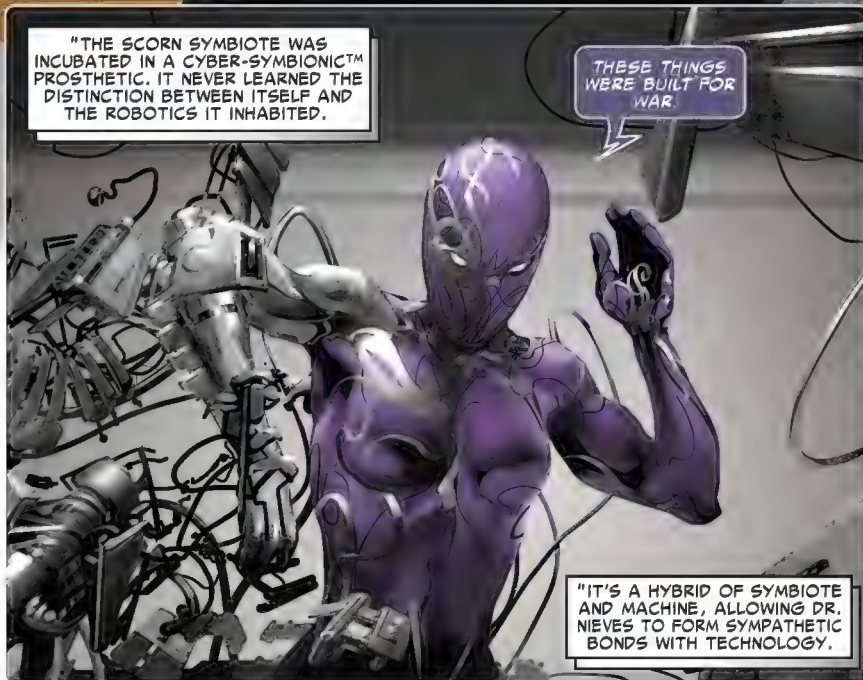
WHAT'S
IT FOR?

WE'D LIKE
YOU TO SHOW
US, DR. NIEVES. DO
THE DESIGNS SUGGEST
ANYTHING TO YOU OR
YOUR "OTHER"?



"THE SCORN SYMBIOTE WAS
INCUBATED IN A CYBER-SYMBIONIC™
PROSTHETIC. IT NEVER LEARNED THE
DISTINCTION BETWEEN ITSELF AND
THE ROBOTICS IT INHABITED.

THESE THINGS
WERE BUILT FOR
WAR.

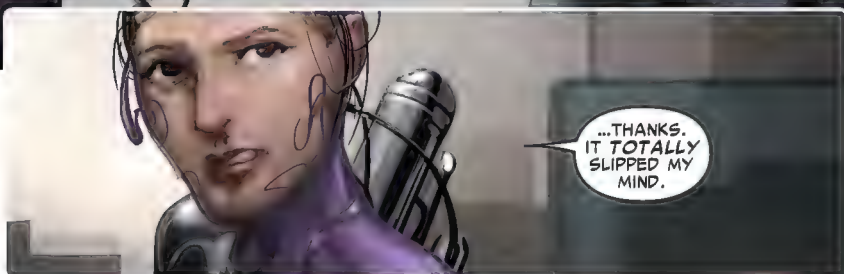


"IT'S A HYBRID OF SYMBIOTE
AND MACHINE, ALLOWING DR.
NIEVES TO FORM SYMPATHETIC
BONDS WITH TECHNOLOGY.

THEY WANT TO
BE WEAPONS.

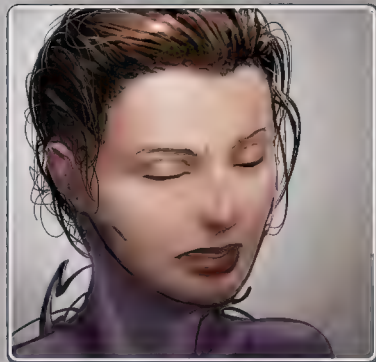


"TRUTH IS, GENERAL,
SHE HASN'T *BEGUN*
TO REACH HER
POTENTIAL."



WHAT
DO YOU
WANT?

I WANT
TO KNOW IF,
GIVEN THE CHANCE,
YOU'D KILL CLETUS
KASADY.



YES.



SHE'S
READY.

NO!



I DON'T
CARE HOW
DESPERATE YOU
ARE...YOU CAN'T
SEND HER INTO
A WAR ZONE
ALONE...



I'M
NOT.

CONTINGENCY B

MERCURY TEAM

LOT OF HUB-BUB FOR A TRAINING EXERCISE.

THINK THIS IS THE REAL DEAL, CHIEF?

WE GO WHERE THEY TELL US, AXELSON.

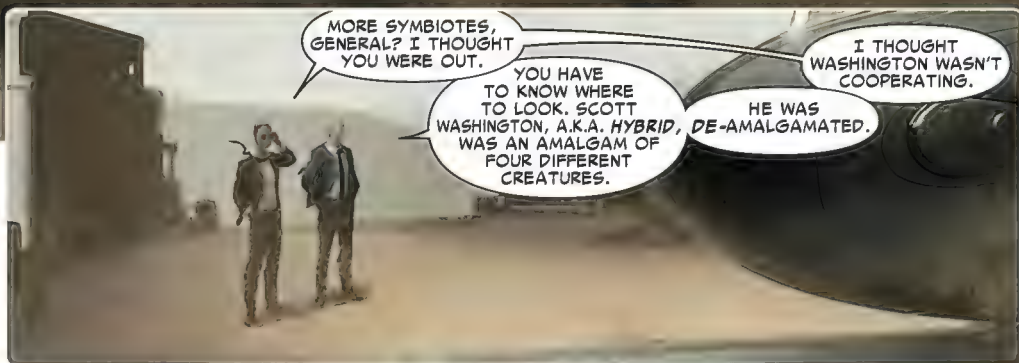


MORE SYMBIOTES, GENERAL? I THOUGHT YOU WERE OUT.

YOU HAVE TO KNOW WHERE TO LOOK. SCOTT WASHINGTON, A.K.A. **HYBRID**, WAS AN AMALGAM OF FOUR DIFFERENT CREATURES.

I THOUGHT WASHINGTON WASN'T COOPERATING.

HE WAS **DE-AMALGAMATED**.



HE CHANGED HIS MIND.

THAT'S ALL I'M ALLOWED TO SAY ABOUT THAT.



GENERAL
DUGGAN.

THIS IS "SPECIAL
MILITARY ADVISOR
PATTERSON." IT'S
ONE OF THOSE,
GENTLEMEN.

WE
CAN KEEP
OUR MOUTHS
SHUT.

WELL,
EVERYONE BUT
RICO...

YOU'RE STILL
PAIRING SPECIAL
FORCES WITH SYMBIOTES
AFTER THE VENOM
DEBACLE?

OUR PROGRAM
GOT FUNDING
BECAUSE OF THE VENOM
DEBACLE. SPECIAL
FORCES DON'T
GO AWOL.

THAT SAID,
PETTY OFFICER OGDEN
HERE ABSOLUTELY DID
NOT PASS HIS PSYCH
EVALUATION.

I'D TAKE A
FEW STEPS BACK
IF YOU LIKE YOUR
FACE.

THEY
HAVE KILL
SWITCHES?

THERE'S NO
RISK OF BONDING.
THEIR SYMBIOTES WERE
LEFT CATATONIC BY THEIR
SEPARATION FROM
WASHINGTON.

MERCURY TEAM
TRAINED WITH
THEM FOR MONTHS
TO TEACH THEM
SPECIALIZED
TASKS.

SIMMS?
HOW 'BOUT
A DEMO?

SIR.

LET'S
LOAD UP,
BOYS.



**CHIEF PETTY OFFICER
MARCUS SIMMS.**
10TH SPECIAL FORCES GROUP.
TARGET DESIGNATION. ASSIGNED
BIO-WEAPON: SYMBIOTICALLY
ENHANCED WAR DOG: **LASHER.**

SHE'S NOT
MUCH TO LOOK
AT, BUT SHE CAN
FIND A MARK WITHIN
FIVE HUNDRED
MILES.

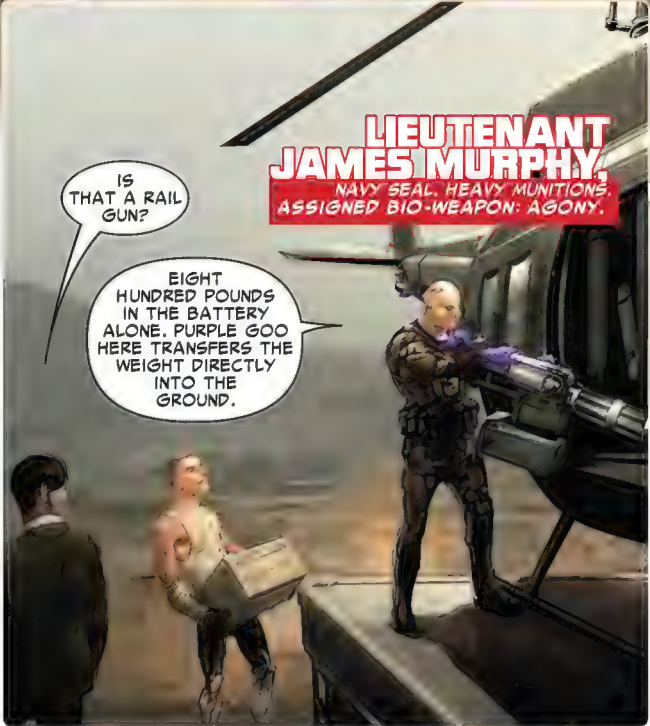


WORF!
WORF!
WORF!

**LIEUTENANT
JAMES MURPHY.**
NAVY SEAL, HEAVY MUNITIONS.
ASSIGNED BIO-WEAPON: AGONY.

IS
THAT A RAIL
GUN?

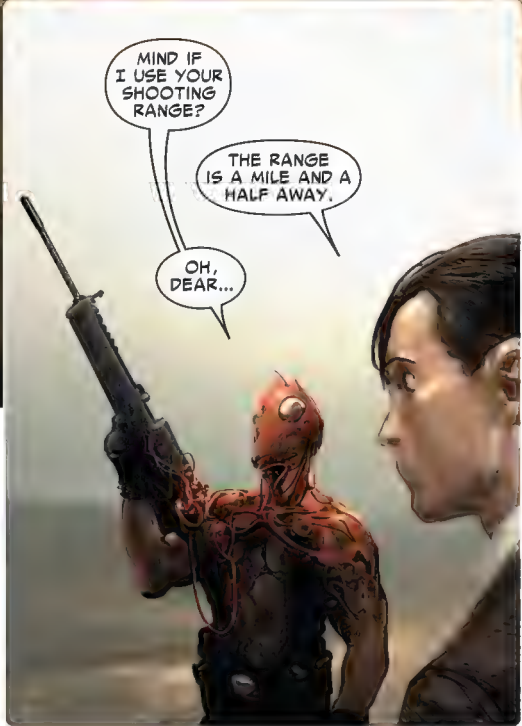
EIGHT
HUNDRED POUNDS
IN THE BATTERY
ALONE. PURPLE GOO
HERE TRANSFERS THE
WEIGHT DIRECTLY
INTO THE
GROUND.



MIND IF
I USE YOUR
SHOOTING
RANGE?

THE RANGE
IS A MILE AND A
HALF AWAY.

OH,
DEAR...



HOPE
I DON'T
MISS.

**LIEUTENANT
RICO AXELSON,**
NAVY SEAL, SNIPER, ASSIGNED
BIO-WEAPON: PHAGE.

KA-BOOM



I'LL SEND
SOMEONE TO
CHECK--

WHERE'D
THE QUIET
ONE--

GO?

**PETTY OFFICER
HOWARD OGDEN,**

MARSOC, RECONNAISSANCE,
DIRECT ACTION, ASSIGNED
BIO-WEAPON: RIOT.

AND
THAT'S THE
WHOLE SHOW,
AGENT.

SO,
WHEN DO WE
START?

Outside Doverton.

RALSBY FAMILY ESTATE

SOME OF US WERE FAST, SOME OF US WERE JUST LUCKY...

...BUT WE ALL MADE IT OUT BEFORE THAT *THING* GOT ITS HOOKS INTO US.

I DON'T WANT TO SPEND TOO MUCH TIME STARING INTO THIS GIFT HORSE'S MOUTH, BUT HOW'D YOU KNOW I WAS IN TROUBLE?

WE DIDN'T GO IN FOR YOU.

GOT FAMILY WE LEFT BEHIND.

DID YOU SEE A BABY BACK THERE?

OR A KID AROUND SEVEN YEARS OLD? NAME'S COLE?

I DON'T KNOW ABOUT COLE, BUT I SAW A BABY. HE... HE LOOKED FINE.

IT'S A SHE.

OH, I... YOU KNOW... IT'S HARD TO TELL WHEN THEY'RE THAT YOUNG.

YEAH...

GATES UP!

CAREFUL. THE LIONS GOT OUT.

WHAT DID SHE SAY?

LIONS?

AH. LIONS.

HAKUNA MATATA.

RALSBY OWNS...OWNED THE MEATPACKING PLANT. HE LIKED ANIMALS. THIS IS HIS PRIVATE ZOO.

TWO LIONS, A GORILLA, THREE CHIMPANZEES, A GIRAFFE...

DON'T FORGET THEM DAMN HOWLER MONKEYS, ERIC...

THEY WERE IN ELECTRIFIED PENS, BUT WE SHUT OFF THEIR POWER TO PUMP MORE JUICE TO THE PERIMETER.

WHY?

WHAT ARE YOU KEEPING OUT THAT'S WORSE THAN AN EIGHT HUNDRED POUND LION?

SORRY, JUST CAUGHT MYSELF. STUPID QUESTION.



PEOPLE STOPPED COMING HOME FROM THE RALSBY PLANT A COUPLE OF WEEKS AGO.

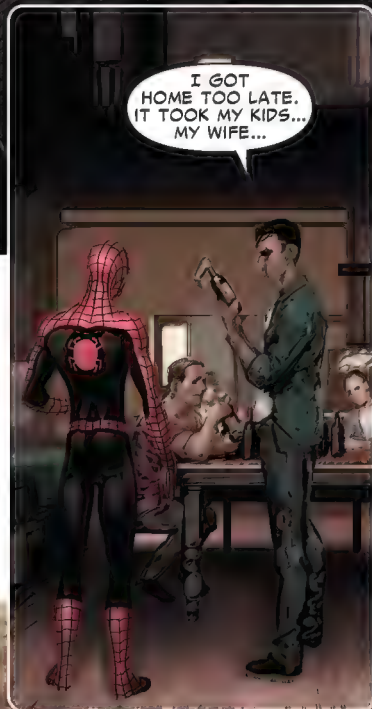
WE WENT TO CHECK IT OUT. THE ENTIRE COMPOUND WAS FLOODED WITH GORE...BITS AND PIECES OF CATTLE FLOATING IN THEIR OWN BLOOD.

THEN THE BLOOD STARTED... LAUGHING AT US.

HE FED THE CATTLE TO THE SYMBIOTE TO INCREASE ITS MASS...

WHEN THE BLOOD GREW A MOUTH AND ASKED ME WHERE I LIVED, I EMPTIED MY REVOLVER INTO IT.

THE LAUGHTER CAME BACK AND I WATCHED THE WHOLE DISGUSTING MASS FORCE ITSELF INTO THE DRAINS.



I GOT HOME TOO LATE. IT TOOK MY KIDS... MY WIFE...



IT'S IN THE WATER SUPPLY, AND THE DRAINAGE DITCHES SURROUNDING THE TOWN. BUT RALSBY'S GOT HIS OWN WELL. AND THE...THING DOESN'T LIKE THE FENCE.

IT'S HARD TO TALK THESE PEOPLE INTO LEAVING FOR RESCUE RUNS. THAT MIGHT HAVE BEEN MY LAST CHANCE TO FIND MY KIDS.



WHAT ARE YOU TALKING ABOUT, ERIC? IT'S SPIDER-MAN.

THAT MEANS MORE AVENGERS ARE ON THEIR WAY, RIGHT? THEY'RE GOING TO COME FOR YOU.



I...

I DON'T KNOW.

Mobile Command Rig S-GM8.

FIFTY MILES OUTSIDE
OF DOVERTON.

WE'VE GOT
STEALTH BOMBERS
STANDING BY WITH ENOUGH
NAPALM TO TORCH THE
ENTIRE TOWN. I NEED
TO BE VERY CLEAR
ABOUT THIS:

IT'S ALMOST
NIGHT. IF YOU
HAVEN'T SUCCEEDED
BY *SUNUP*, WE'RE
EXERCISING THIS
OPTION.

THERE'S
NO BACKUP.
THERE'S ONLY
YOU.

YEAH...

IT TAKES ALL
OUR CONCENTRATION
TO HEAR YOU OVER
THE MEOWING OF YOUR
SYMBIOTES.

DOES
THAT ONE
TALK?

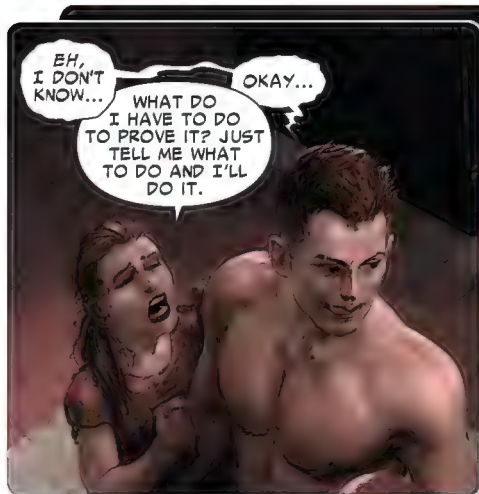
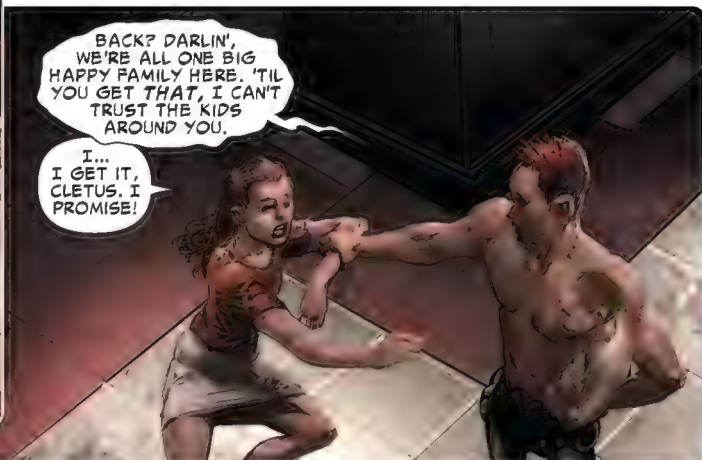
THEY SOUND
LIKE DEFECTIVE
KITTENS BEGGING
FOR MILK.

HEH, FAIR
ENOUGH.

I
LIKE HER,
CHIEF.

WE MOVE
AT TWENTY-
TWO HUNDRED
HOURS.





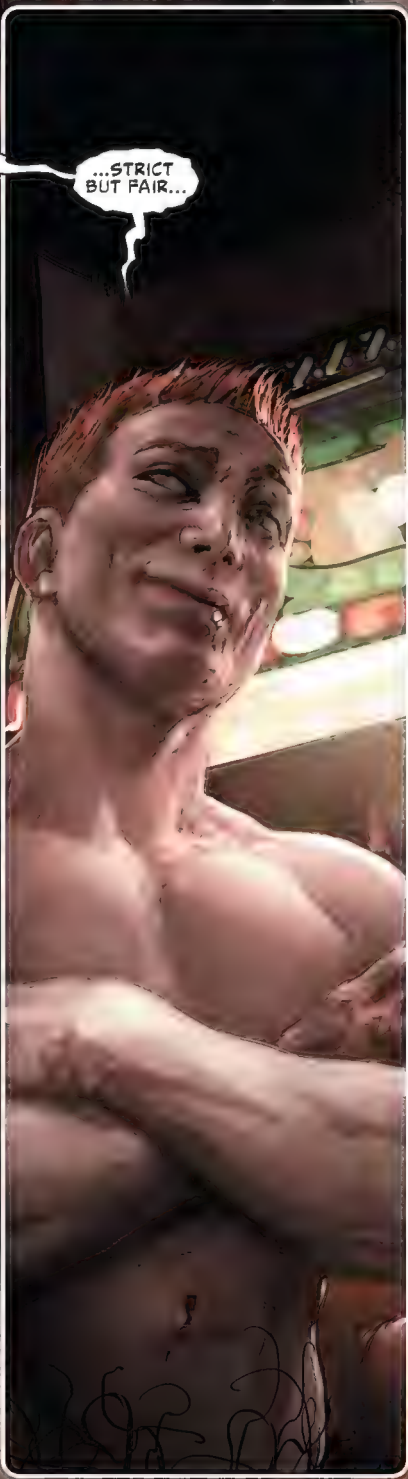
HAHAHAHAHAHA



HAHAHAHA

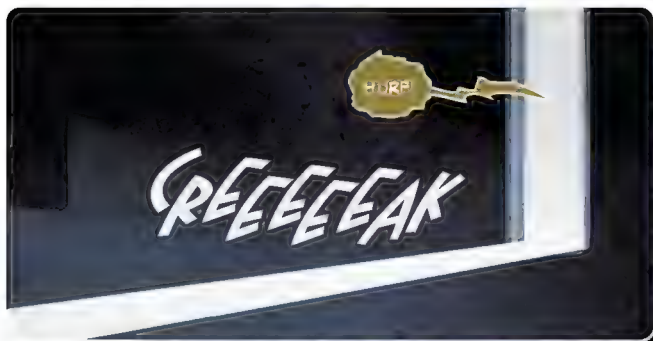
THAT'S
A'WAYS BEEN
MY MOTTO...

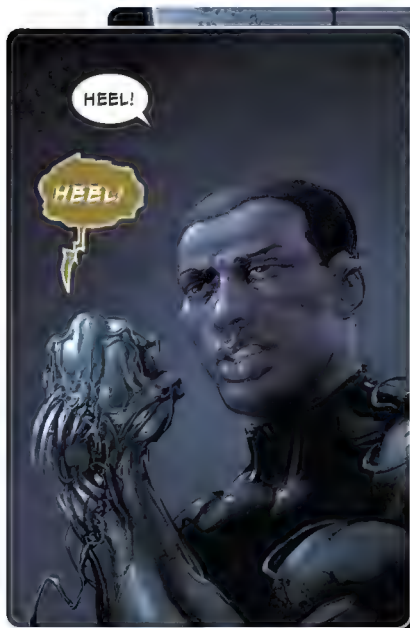
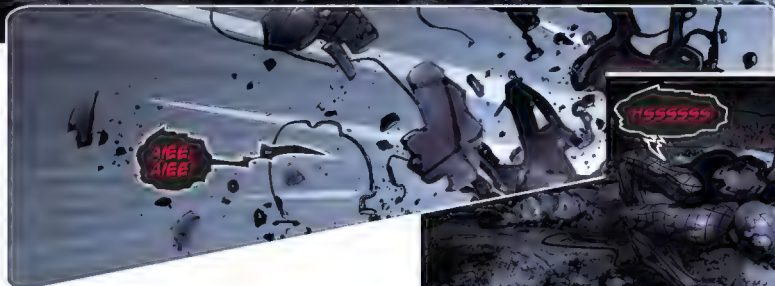
...STRICT
BUT FAIR...





three





A WOUNDED
DOG ALWAYS
GOES HOME...

PERIMETER'S
SECURE.

**PETTY OFFICER
HOWARD OGDEN.**
MARSOC. RECONNAISSANCE.
DIRECT ACTION.

WE LOST
OUR FIFTH.
RICO, YOU
SEEN THE
DOCTOR?

**LIEUTENANT
JAMES
MURPHY.**
NAVY SEALS. HEAVY
MUNITIONS. ASSIGNED
BIO-WEAPON: AGONY.

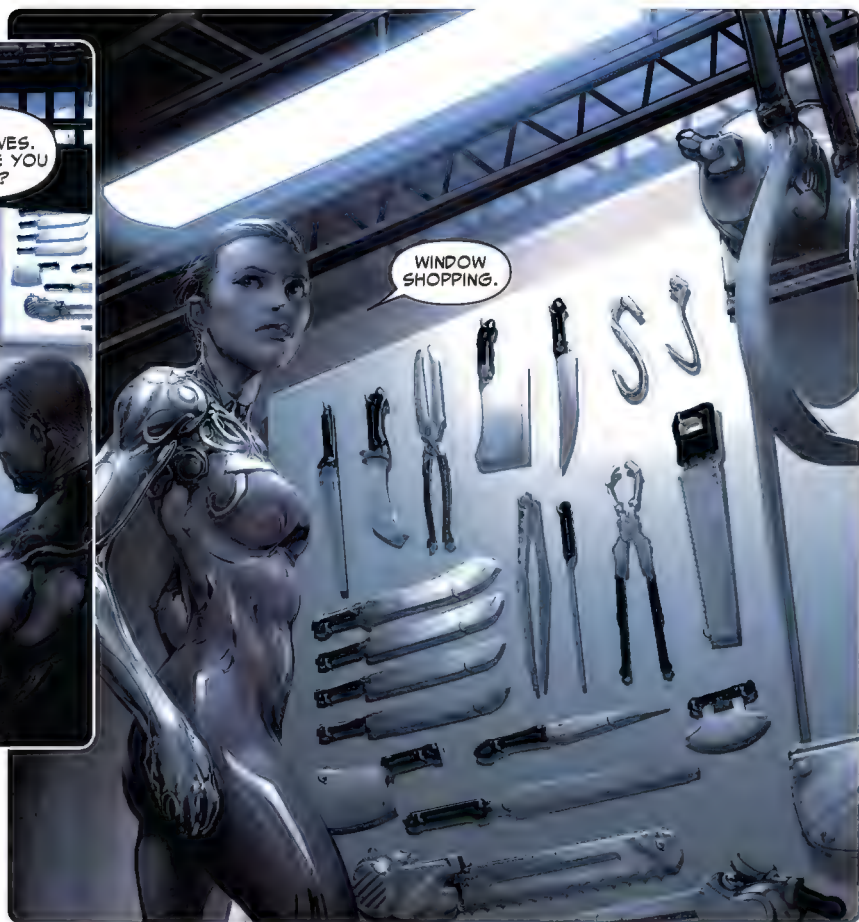
**CHIEF
PETTY OFFICER
MARCUS
SIMMS.**
10TH SPECIAL
FORCES GROUP.
TARGET
DESIGNATION.
ASSIGNED
BIO-WEAPON:
SYMBIOTICALLY
ENHANCED
WAR DOG!
LASHER.

**LIEUTENANT
RICO AXELSON.**
NAVY SEALS. SNIPER. ASSIGNED
BIO-WEAPON: PHAGE.

SHE'S BACK
IN THE TOOL
SHED. YOU SHOULD
PROBABLY GO
GET HER,
JIMMY.

I TRIED
TO RUN SOME
GAME ON HER AND
IT DIDN'T GO
SO WELL...

**CARNAGE U.S.A., PART
THREE
DIE FREE OR LIVE!**



Last Chance Church, DOWNTOWN DOVERTON.

MY FLOCK, WE
ARE GATHERED
HERE THIS MORNING TO
LEARN FORGIVENESS
AND LOVE...

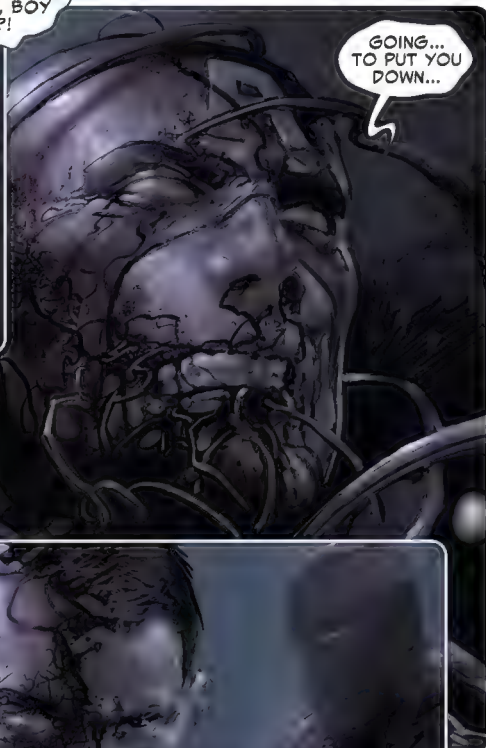
HEE
HEE HA-

SORRY!
SORRY! I'M
TRYING TO KEEP
A STRAIGHT
FACE HERE.

WE'RE GATHERED
HERE FOR A COMMUNION
OF SACRIFICE...A SHOW OF
SOLIDARITY. YOUR LORD
HAS TAKEN CARE OF
YOU, HIS FLOCK--

WHAT I'M
TRYING TO SAY IS
YOUR LORD WANTS
SOME @%*%@
TEETH.

YOUR
LORD THINKS
HE DESERVES
SOMETHING IN
RETURN.



**Ralsby Family
Estate.**
OUTSIDE DOVERTON.

SPIDER-MAN,
PLEASE! WAKE
UP!

WHA...
WHAT IS
IT?!

IT'S
SHERIFF
MORRELL...
ERIC...

DON'T
TOUCH
ME!

I'M GOING
OUT THERE! OPEN
THE GATE...

YOU KNOW
WE CAN'T DO
THAT, ERIC.

BULL! YOU SEE
WHAT'S OUT
THERE?!

WHERE'S
HE
HEADED?

WHAT'S
OUT
THERE?

"WHO'S"
OUT THERE,
YOU MEAN.

HANNAH,
COLE, AND
BECKY...

"...ERIC'S WIFE
AND KIDS.

MOMMY AND
DADDY HAVE TO
HAVE A TALK,
COLE...

"...BUT IT
AIN'T SAFE OUT
THERE FOR ANY
OF 'EM."



OPEN THE
GATE! DON'T
MAKE ME DO
THIS!



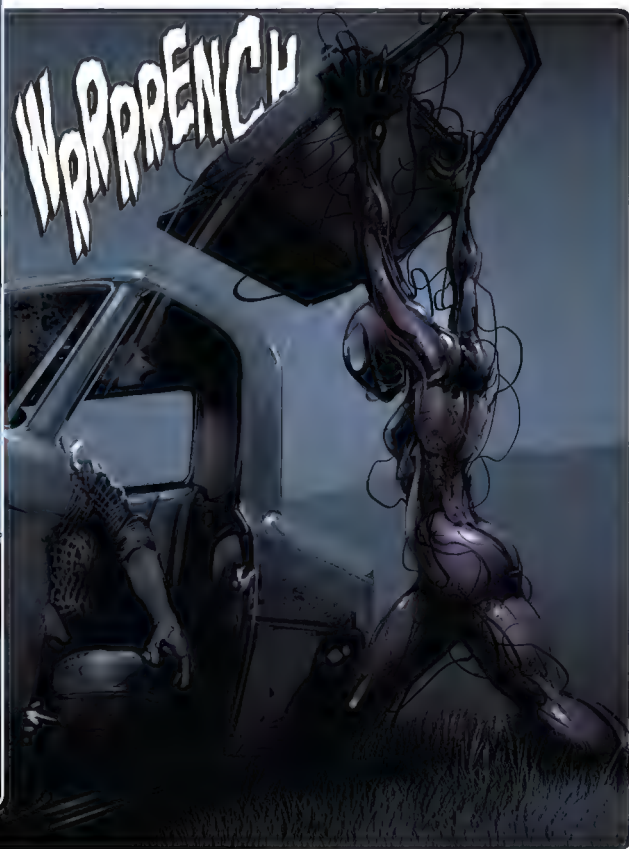
THAT'S MY
FAMILY!



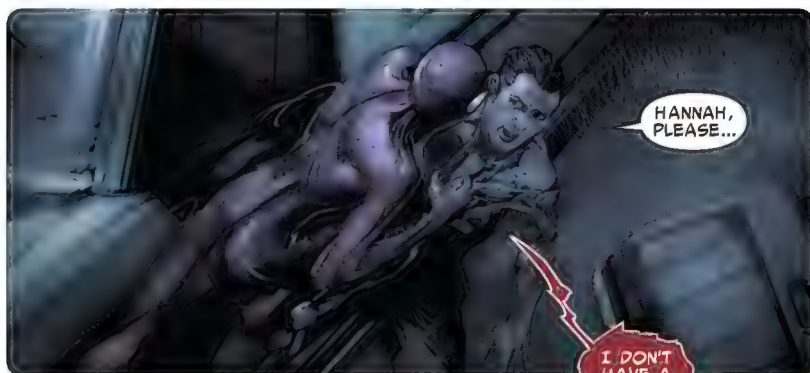
CRASH



THE KIDS...
IT'S THE ONLY
WAY FOR ME
TO KEEP THE
KIDS...
I HAVE
TO...







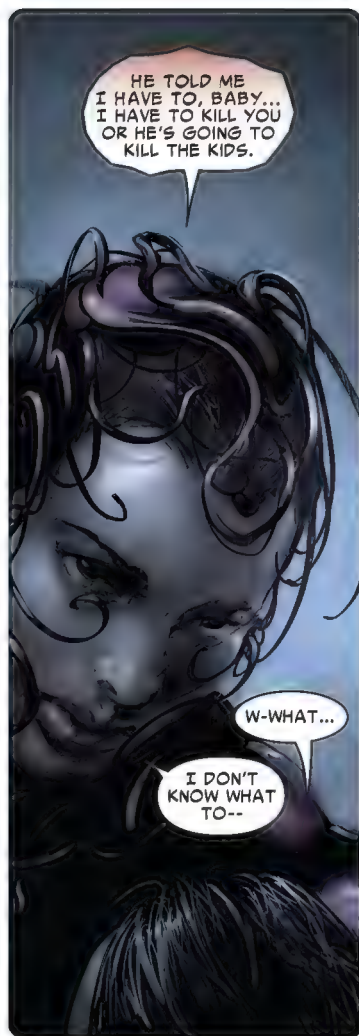
HANNAH,
PLEASE...

I DON'T
HAVE A
CHOICE!



A LITTLE
CARNAGE
KIDS...

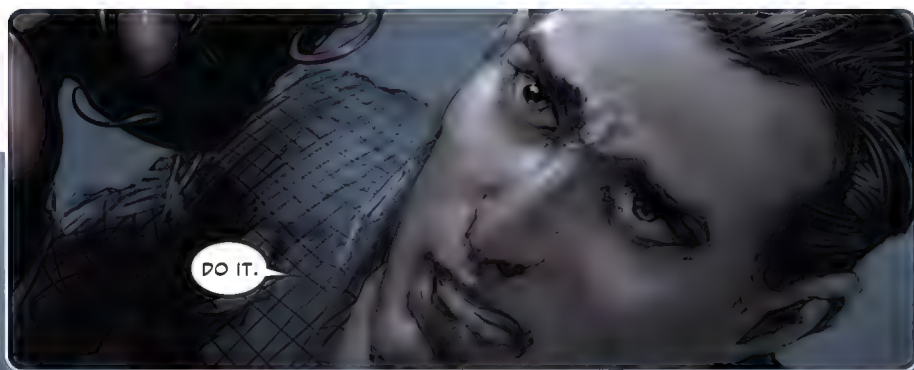
A LITTLE
EARLY IN THE
MORNING FOR
A MORAL
DILEMMA.



HE TOLD ME
I HAVE TO, BABY...
I HAVE TO KILL YOU
OR HE'S GOING TO
KILL THE KIDS.

W-WHAT...

I DON'T
KNOW WHAT
TO--

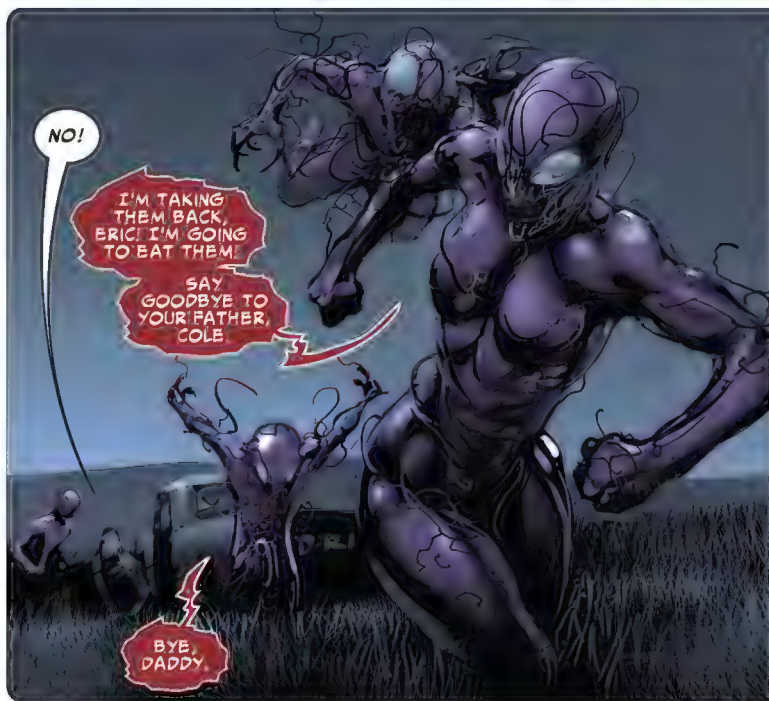


DO IT.



BABY...

DO IT!





PLACE IS DEAD...



DEEP

HOLD IT. WE'VE GOT MOVEMENT.



YOU'VE GOT TO LEAVE! GET OUT OF HERE!

CIVILIAN, HOLD YOUR FIRE.



I SAID LEAVE!

WAIT...



HSSSSSSS!



BUDDA BUDDA BUDDA

...THAT'S
THE BEST NEWS
I'VE HEARD ALL
DAY.



Last Chance Church.

EENIE
MEENIE MINIE
MOE...

WHICH
ONE WILL YOU
DO FIRST,
JOE?

PLEASE,
JUST LET MY
KIDS GO.

HEAR THAT,
CAP? LOOKS LIKE
YOU'RE DOING THE
KIDS FIRST.

HNNN...

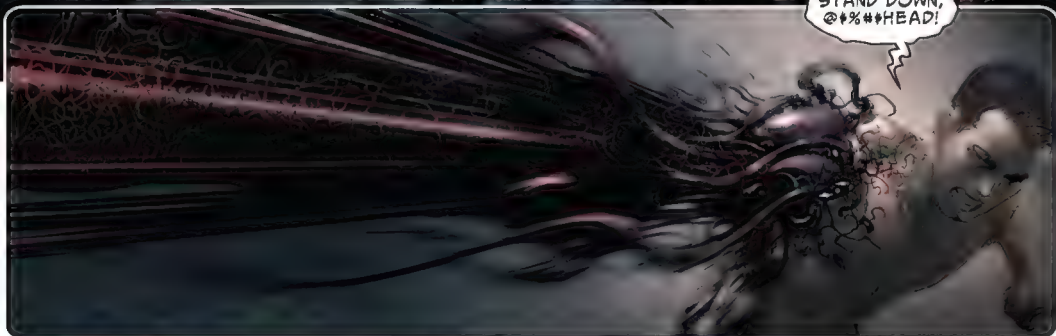
YOU ARE
A STRONG ONE!
LISTEN, COWBOY,
WHEN I GIVE YOU
AN ORDER,
YOU--

BOOM
RATA
RATA
RATA

SPLORCH

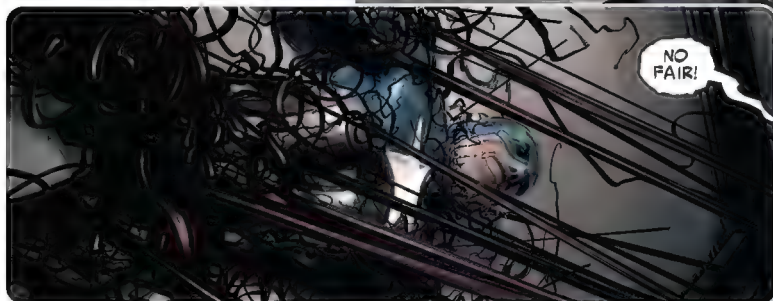


STAND DOWN,
@!%##HEAD!

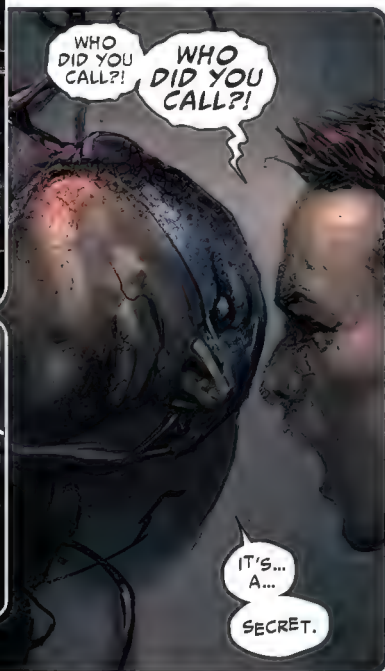


THIS IS
STEVE ROGERS
REQUESTING A SPIKE
DROP ON MY LOCATION
FOR CODE NAME
4563!

REPEAT,
4563!



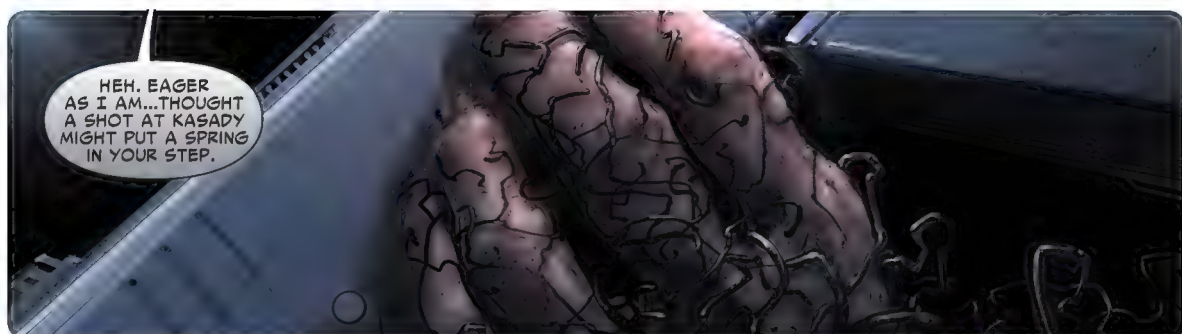
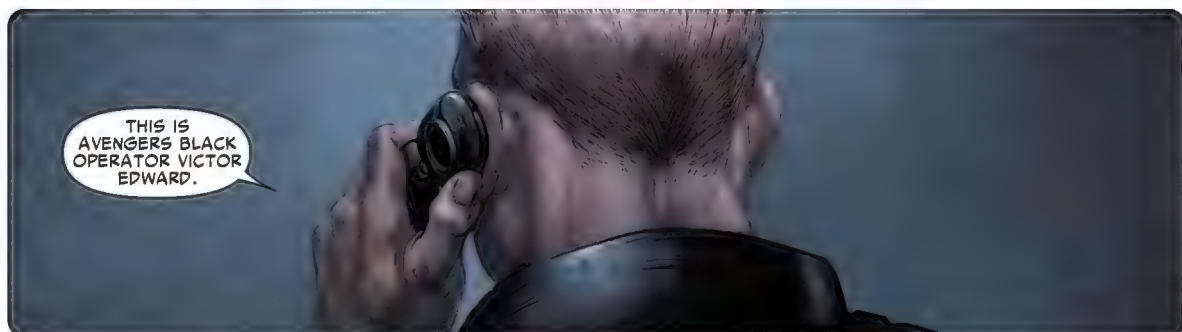
NO
FAIR!



WHO
DID YOU
CALL?!

WHO
DID YOU
CALL?!

IT'S...
A...
SECRET.



...I'VE
BEEN LOOKING
FORWARD TO
THIS.

CONTINGENCY C.
U.S. ARMY CORPORAL
EUGENE "FLASH"
THOMPSON.
VENOM.





Ralsby Family Estate.

DOVERTON, COLORADO.

LISTEN UP!
SPIDER-MAN'S
GOT SOMETHING
TO SAY!

OH, OKAY...
THANKS, SHERIFF
MORRELL. I DON'T
USUALLY DO THIS,
BUT -AHEM!--

CLETUS KASADY
HAS TAKEN YOUR TOWN.
IF WE'RE GOING TO SAVE
OUR FRIENDS AND FAMILY,
WE'LL HAVE TO--

STAND
TOGETHER!

FIGHT
TOGETHER!

UM...

YOU
KNOW WHAT,
WILL YOU
JUST TAKE
THIS?

I DON'T
REALLY USE
GUNS AND I'M
STARTING TO
FEEL LIKE A
TOOL.

OH.
OKAY.

THANKS,
ERIC.

LOOK, YOU
ALL KNOW HOW
DANGEROUS THIS
IS GOING TO BE. A
PSYCHOPATH HAS LET
A MURDEROUS ALIEN
SYMBIOTE LOOSE
IN YOUR TOWN.

I DON'T LIKE THE IDEA OF ANY
OF YOU FOLLOWING ME IN THERE,
BUT WE'VE GOT TRANQUILIZER
GUNS FROM THE ZOO AND
I KNOW IF MY LOVED
ONES WERE--

Er...

Uh...



...SOMEBODY
WANNA DO
SOMETHING ABOUT
THAT GORILLA?



+GRUNT+

GET!
GO ON,
GET!



SO WE'RE
JUST GONNA LET
THOSE THINGS RUN
WILD?



DON'T REALLY
HAVE A CHOICE...
SINCE I DROVE MY
TRUCK THROUGH
THE FENCE
AND ALL.

SORRY
ABOUT
THAT.



THAT'S
PROBABLY
GONNA BE
TROUBLE.

Downtown.

HOW
WE DOING,
BOSS?!

**LIEUTENANT
JAMES
MURPHY.**

NAVY SEALS, HEAVY
MUNITIONS. ASSIGNED
BIO-WEAPON: AGONY.

BUDDA
BUDDA
BUDDA
BUDDA

**CHIEF PETTY
OFFICER MARCUS
SIMMS.**

10TH SPECIAL FORCES GROUP.

RICO CLOCKED
KASADY IN THAT
BAR! IF WE DON'T
ICE HIM BY SUN-UP,
THE FEDS ARE GOING
TO TORCH THIS PLACE
WHETHER WE'RE
OUT OR NOT!
MOVE UP!

I-I
TOLD YOU
SOMEONE WOULD
COME. SOMEONE
WOULD STOP
YOU...

SHHHH!
I CAN'T TALK
TO YOU AND
CONTROL A WHOLE
TOWN OF HICKS
AT THE SAME
TIME!

AND KEEP
THAT KID CRYIN'
IT HELPS ME
THINK!

GYRRACH!

SYMBIOTICALLY
ENHANCED
WAR DOG.
LASHER.

WHAT'S WITH
ALL THE BABY
SYMBIOTES?

DO I
LOOK LIKE
A @%%@%
DAYCARE?!

**PETTY OFFICER
HOWARD OGDEN.**
MARSOC, RECONNAISSANCE,
DIRECT ACTION. ASSIGNED
BIO-WEAPON: RIOT.

HOW'S YOUR
AMMO?

NOT GOOD.
THOSE PISTOLS
AS INEFFECTIVE AS
THEY LOOK?

**HEY,
KIDS!**

**LIEUTENANT
RICO AXELSON.**

NAVY SEALS, SNIPER.
ASSIGNED BIO-WEAPON:
PHAGE.



CARNAGE U.S.A., PART FOUR
OH SAY CAN YOU SCREAM!



Ralsby Meat Packing Plant.

TANIS--SCORN!
WHATEVER YOU'RE
CALLED! WE NEED
ALL HANDS ON
DECK!

YES, THERE ARE
PLENTY OF BALL
BEARINGS. PLENTY.

A FREQUENCY
OF 345 GHZ SHOULD
BE ATTAINABLE

NIEVES!
WE'RE--

NO, DON'T
LISTEN TO
THEM,
DOCTOR...

YOU'RE
DOING JUST
FINE HERE

JUST FINE.



GO DOWN,
DAMMIT!



YEAARGHHH!



JIMMY!

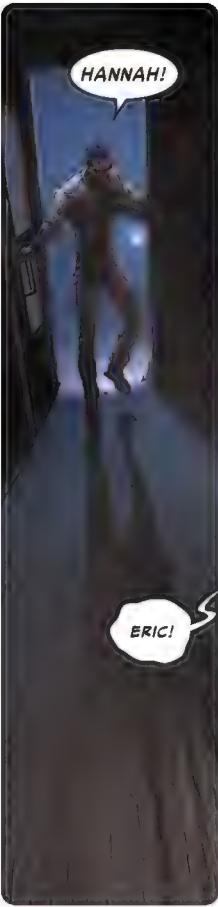


@@@%!
PULL BACK!
PULL BACK!

NOT
YET.







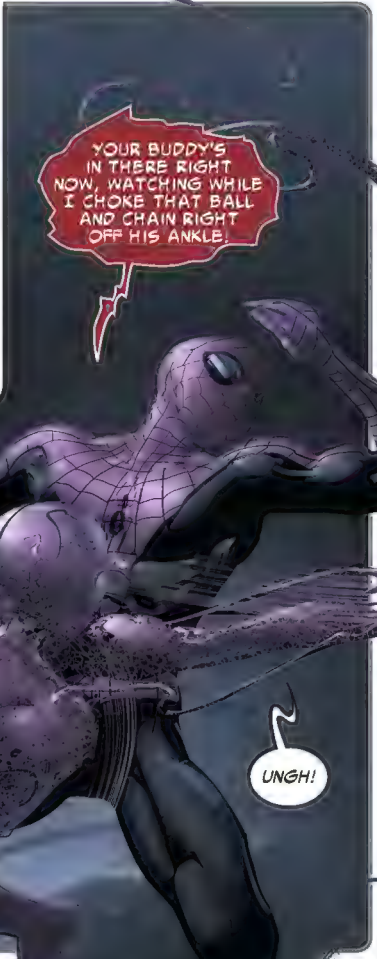
HANNAH!

ERIC!



ACK--

HELP--!!



YOUR BUDDY'S
IN THERE RIGHT
NOW, WATCHING WHILE
I CHOKE THAT BALL
AND CHAIN RIGHT
OFF HIS ANKLE!

UNGH!



I DON'T
KNOW WHY MY
OTHER WANTED TO
PUT ON ALL THIS EXTRA
WEIGHT, BUT I'M
GOING TO ENJOY
IT WHILE I
CAN!



I-I CAN'T
GET IT ALL,
BABY!

S/S





BASE, THIS IS
VENOM. I'VE MADE
CONTACT WITH
THE MARK.

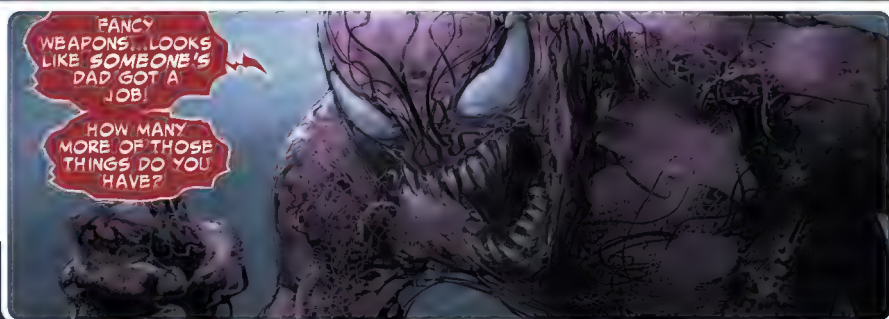
AVENGER
ASSEMBLED.





KEEP IT
UP! AN ACE IN
THE HOLE JUST
SHOWED UP!

STAY
ALIVE, YOU
HEAR ME?!



FANCY
WEAPONS... LOOKS
LIKE SOMEONE'S
DAD GOT A
JOB!

HOW MANY
MORE OF THOSE
THINGS DO YOU
HAVE?



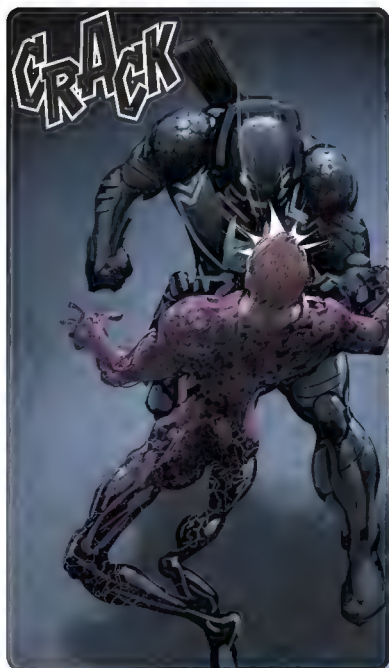
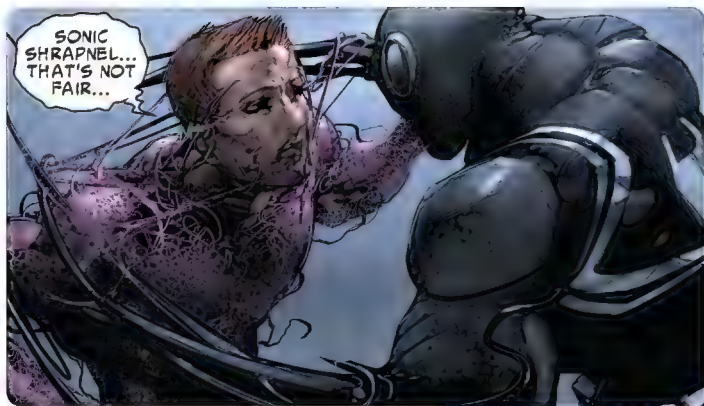
93.

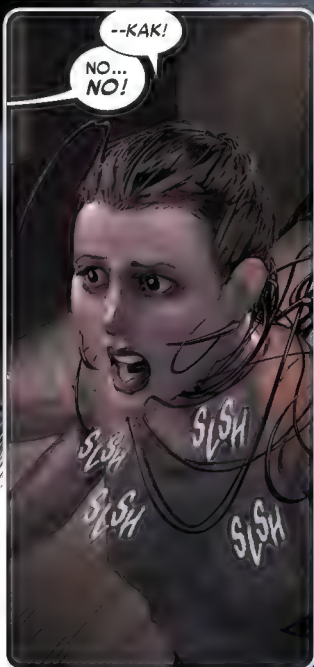
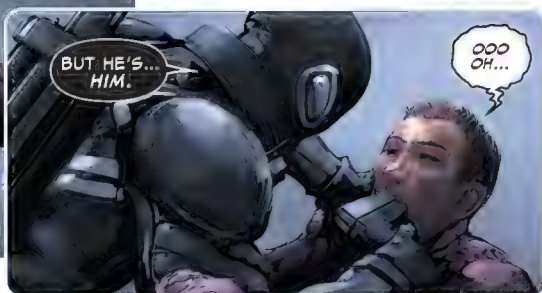
92.

WHOOOMP



--GARK!





RUMBLERUMBLERUMBLERUMBLE

GARRROOOM

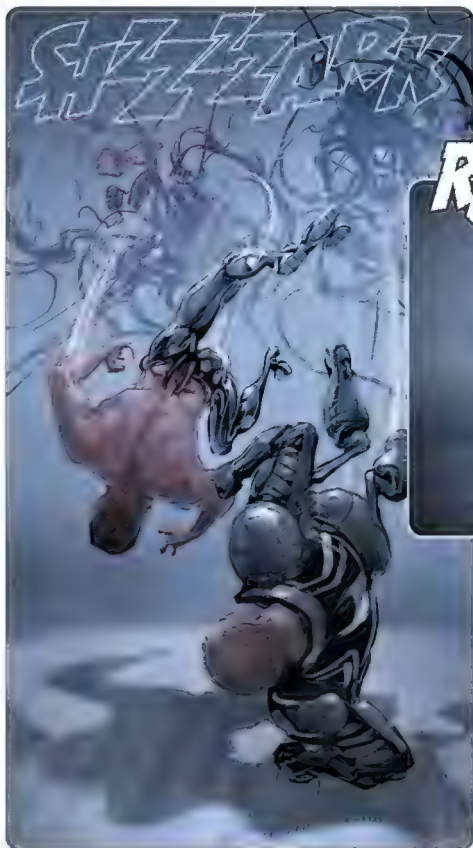


IS THAT
TANIS?

WHERE THE
HELL DOES SHE
THINK SHE'S
GOING?







RUMBLERUMBLERUMBLE



I CAN
BREATHE!

FREE!



SHE...
SHE DID
IT!

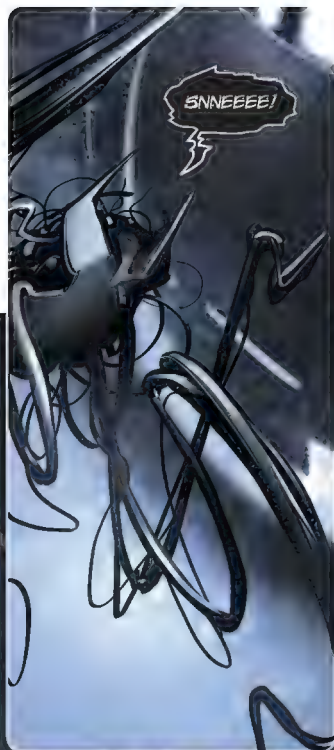


+GASP+

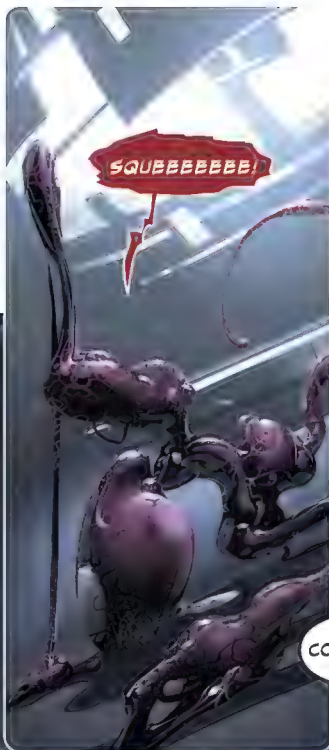


THEY'RE
PULLING
AWAY!

SWICK



SNNEEEE!



SQUEEEEEEE!



SCORN,
COME IN. WHAT'S
THE SITREP?

IT WORKED.
THE CARNAGE
SYMBIOTE IS FLEEING.
CONFUSED. CLETUS
KASADY IS NO LONGER
IN CONTROL.



WHAT
ABOUT THE
OTHER
GUY?

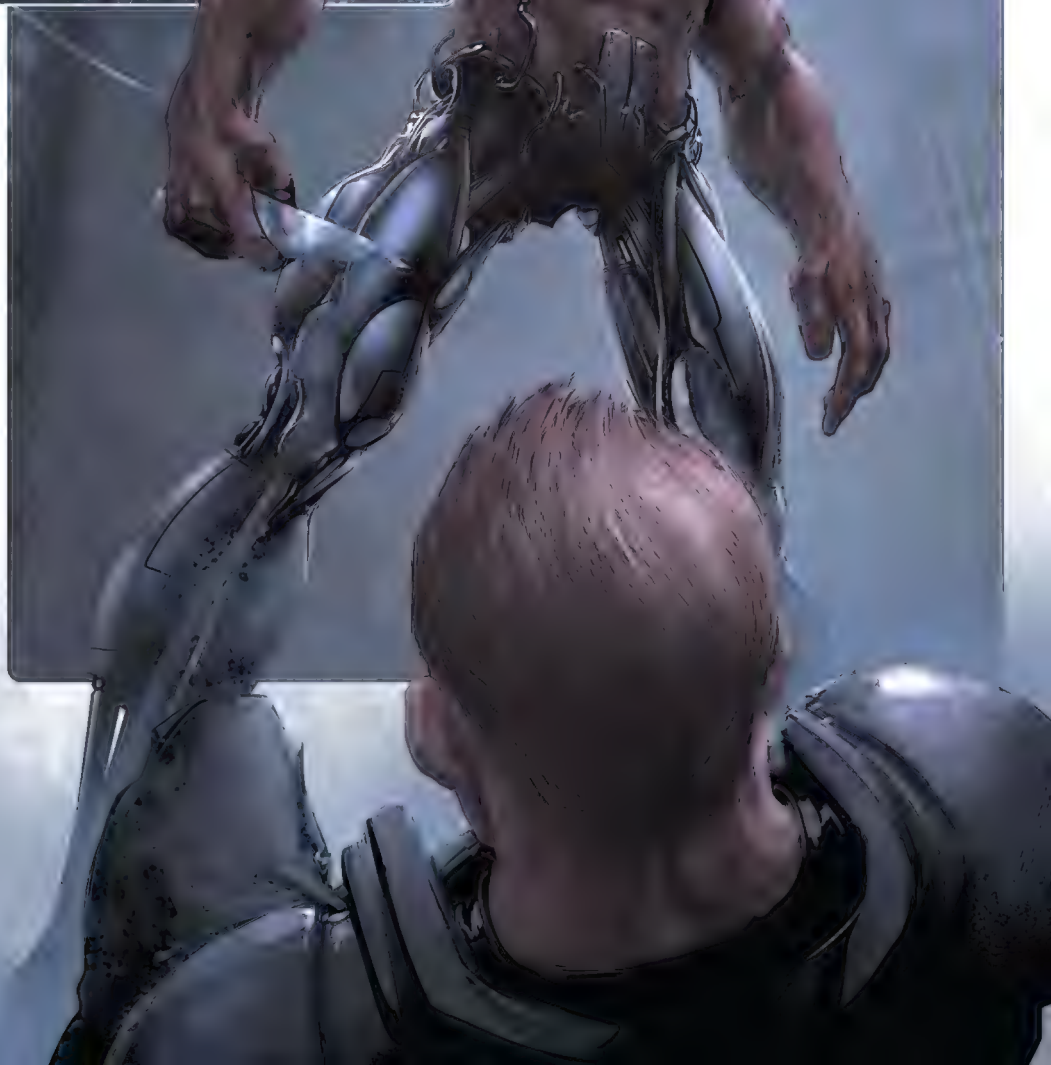


HEY...



WAKY
WAKY.

WHERE'D
YOUR LEGS
GO, COLLEGE
BOY...?





five

Doverton, Colorado.

SO...THAT'S
WHAT SCORN BUILT
TO SEPARATE CLETUS
FROM THE CARNAGE
SYMBIOTE?

AND IT
WORKED?

YES, BUT IT
GOT VENOM,
TOO...

"...AND THAT MEANS
NOW WE'VE GOT TWO
ROGUE SYMBIOTES
OUT IN THE WILD.

SREEEEEE

"THAT'S PROBABLY
NOT A GOOD THING."

GRRF?

Ralsby Meat Packing Plant.

WHERE YOU GOIN', PIG? SCARED OF A FIGHT?

LOOKS LIKE THIS MACHINE CHASED OFF OUR SUITS.

VENOM

PREVIOUSLY: SYMBIOTICALLY ENHANCED SOLDIER. CURRENTLY: FLASH THOMPSON, DOUBLE-AMPUTEE.

CARNAGE

PREVIOUSLY: SYMBIOTICALLY ENHANCED SERIAL KILLER. CURRENTLY: CLETUS KASADY, SERIAL KILLER.



BOO-HOO FOR YOU.

SHH

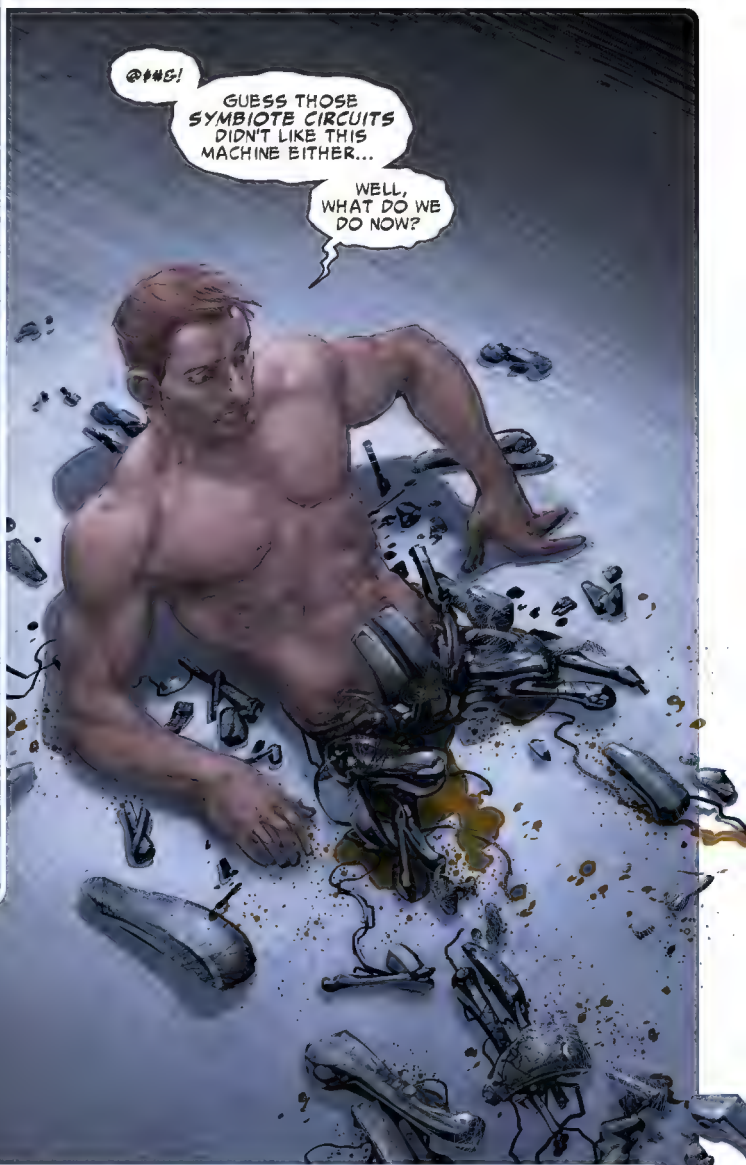
LUCKY MY LEGS AREN'T MADE OUT OF MY SYMBIOTE. JUST THE CIRCUITS.

GUESS THAT MEANS I'LL BE TAKING YOUR HEAD.

IT'S JUST GOOD SCIENCE.



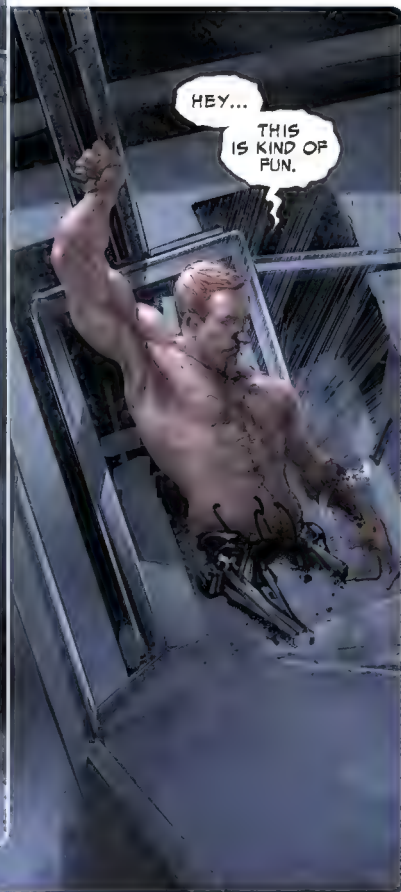
SHHH ZARRKKK







CARNAGE U.S.A., PART FIVE
THE DAWN'S EARLY FRIGHT!

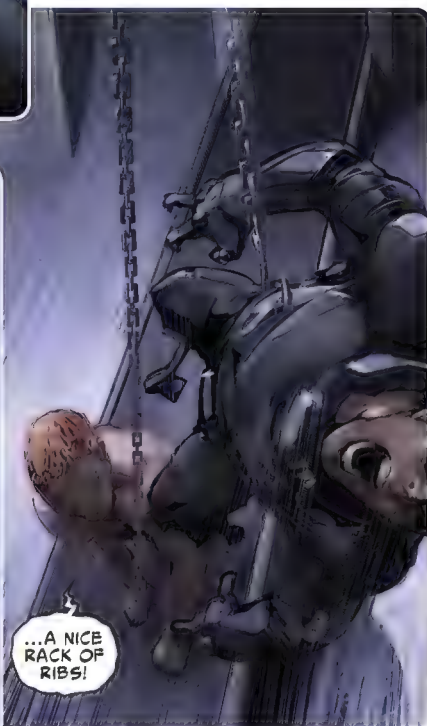






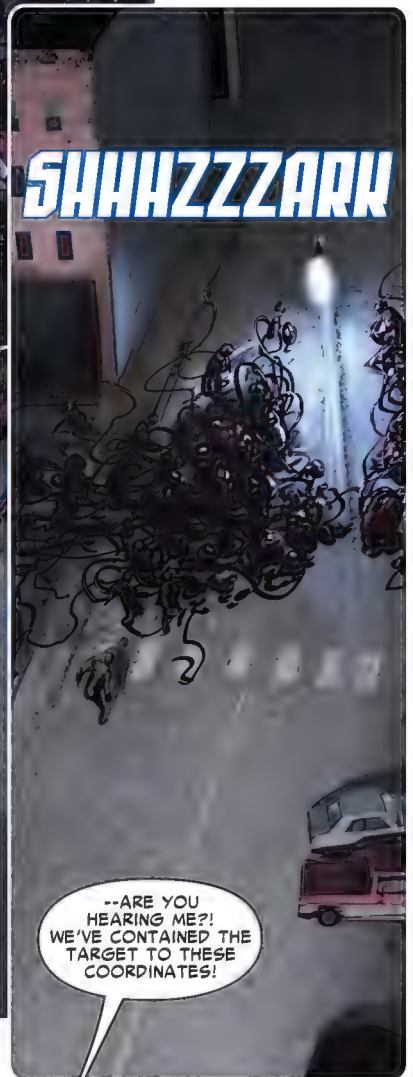
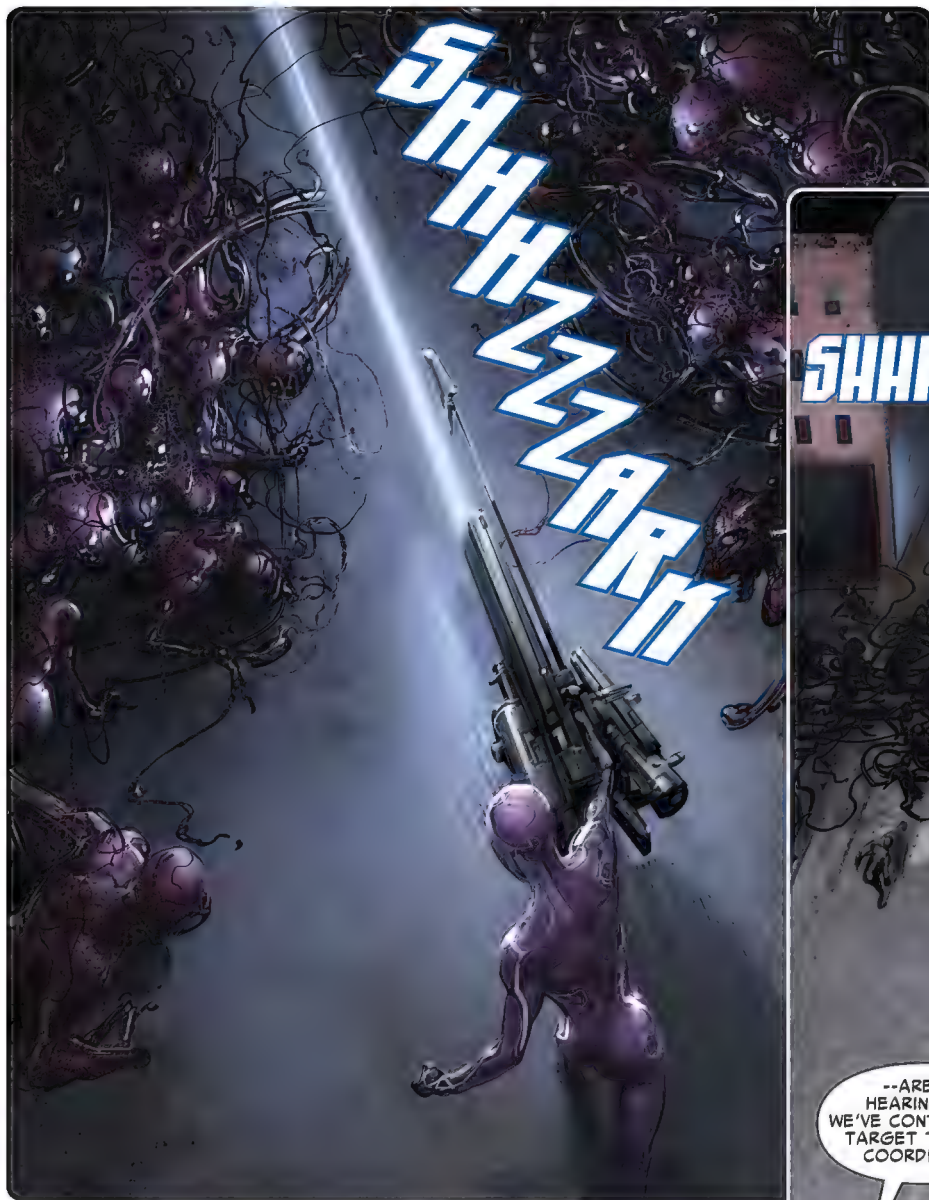


SHUNK





SCORN
CYBERNETIC
SYMBIOTE



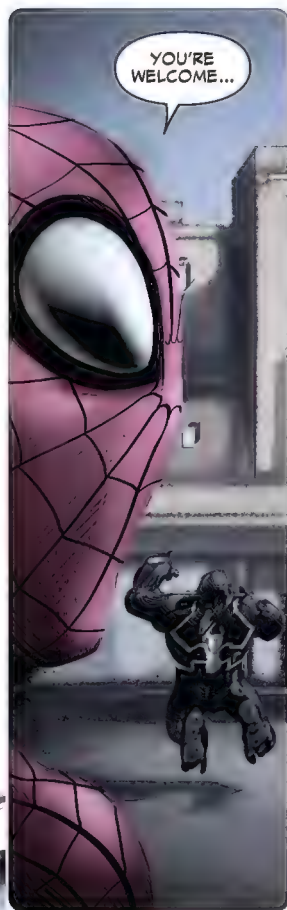
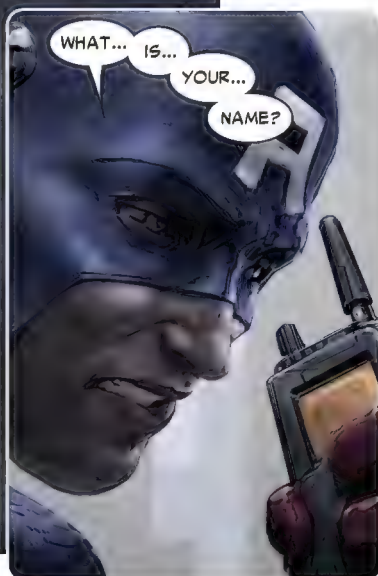
--ARE YOU
HEARING ME?!
WE'VE CONTAINED THE
TARGET TO THESE
COORDINATES!



I'M CALLING
FOR A LOCALIZED
BURN TO MINIMIZE
CASUALTIES. REPEAT:
DO NOT BURN THE
ENTIRE TOWN--

YOU
DON'T HAVE
THE AUTHORITY TO
OVERRIDE THESE
ORDERS,
SOLDIER.

LISTEN
TO ME!

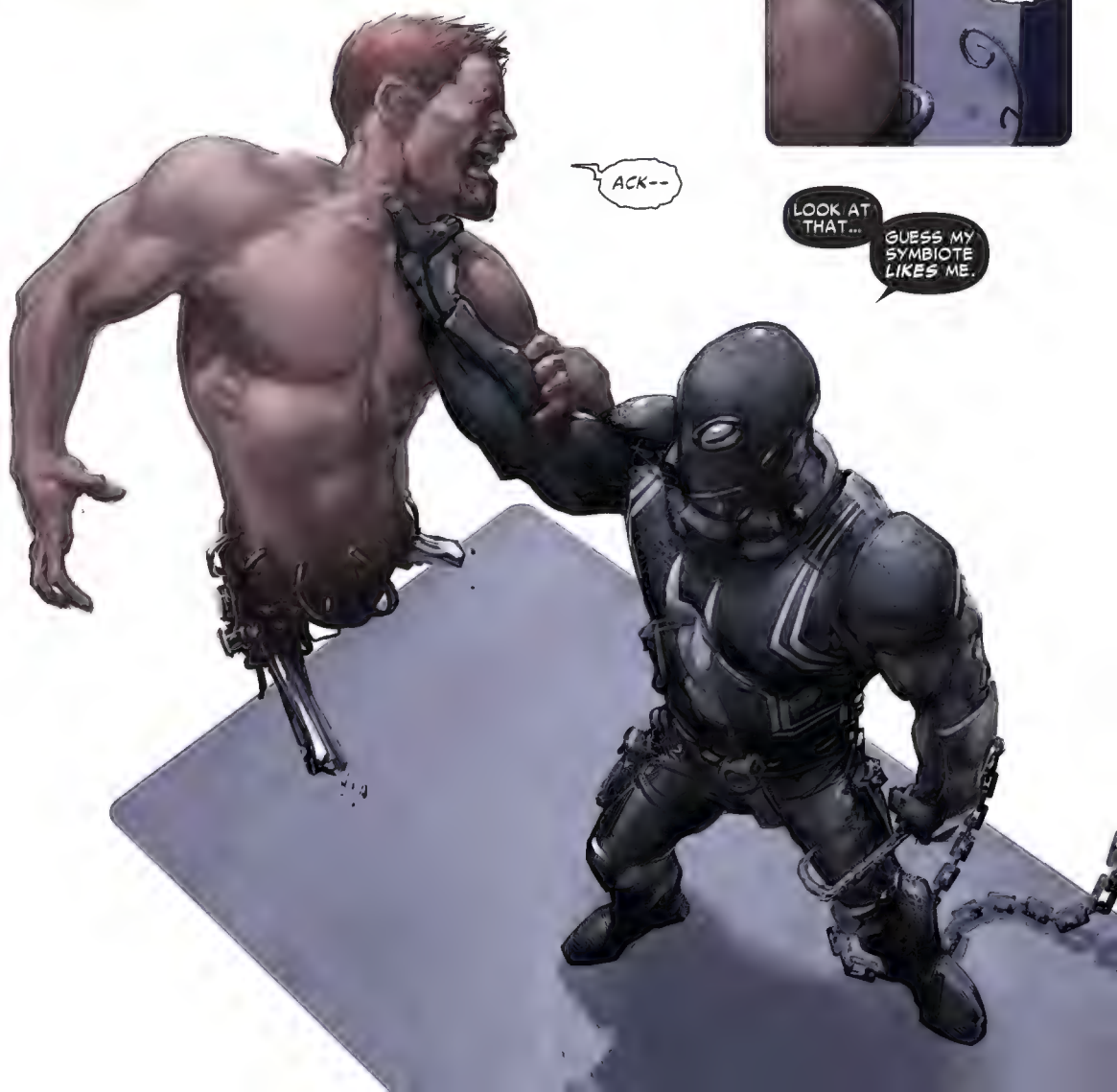
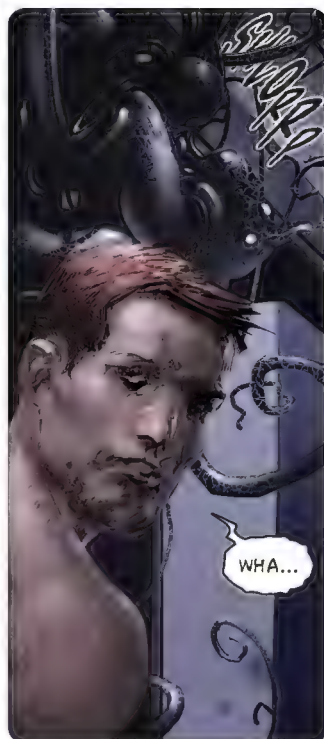
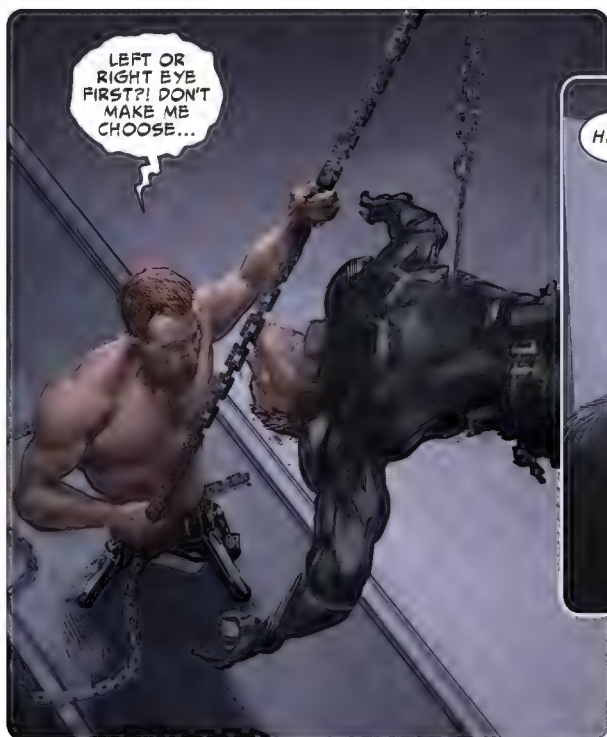




FWOOOSH

TARGET
DESTROYED.

SREEEE



ERIC MORRELL

PREVIOUSLY: SHERIFF OF DOVERTON.
CURRENTLY: SHERIFF OF EMBERS.

EVERYTHING.

IT'S ALL GONE.

SHHHHHHH.
FOR YOU, IT WILL
GET MUCH, MUCH
WORSE

EEEEEEEEE!

WHAT DO YOU HAVE THERE?

SECONDARY OBJECTIVE.

WHAT DOES THAT MEAN--

MOVE, PEOPLE. WE'VE GOT EXFIL IN THREE MINUTES. WE WERE NEVER HERE!

WHAT ABOUT KASADY?

WE'RE BEING PULLED OFF...

VENOM GOT THERE FIRST.



I COULDN'T KILL HIM, SIR.

UNG...



NOT WHEN I'D HAVE TO ANSWER TO SPIDER-MAN.

I KNOW IT'S SILLY, BUT I'M KIND OF A FAN.

YOU SHOULD BE PROUD OF YOURSELF. WE'RE BRINGING THIS ONE IN ALIVE.

NO!



WHOA, ERIC... WHAT ARE YOU DOING?

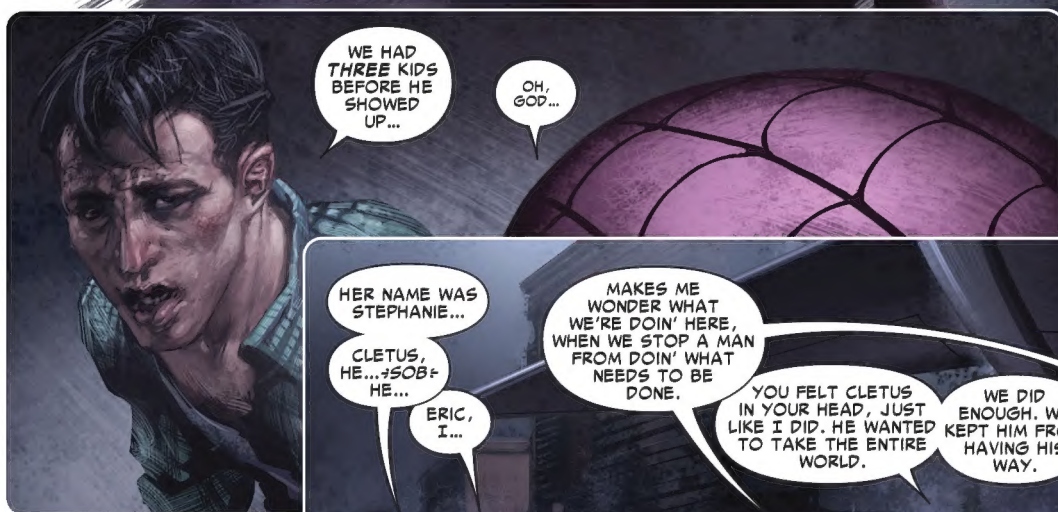
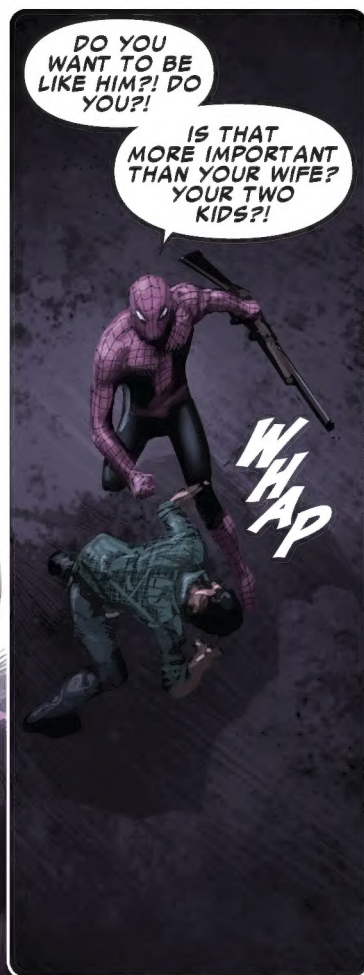
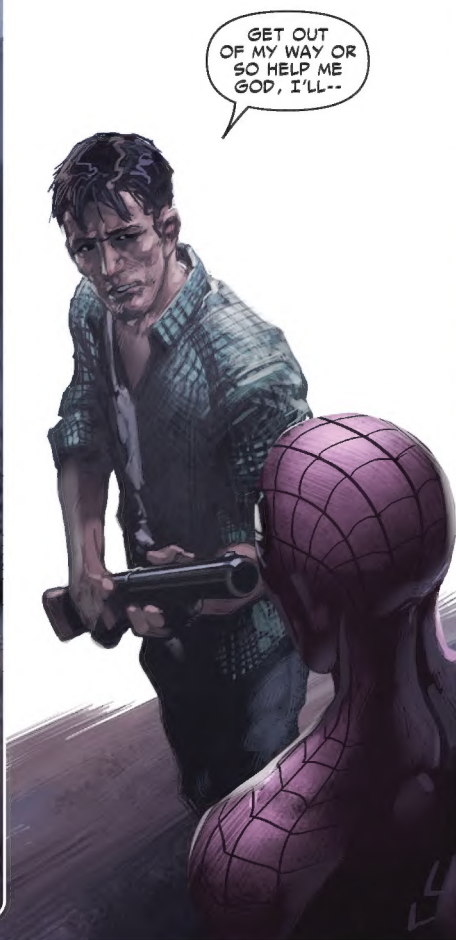
HE DOESN'T GET TO LIVE...



HEY!



SPAT





LOOK
AT THIS
PLACE...



"...I'M NOT
SO SURE."

The End.

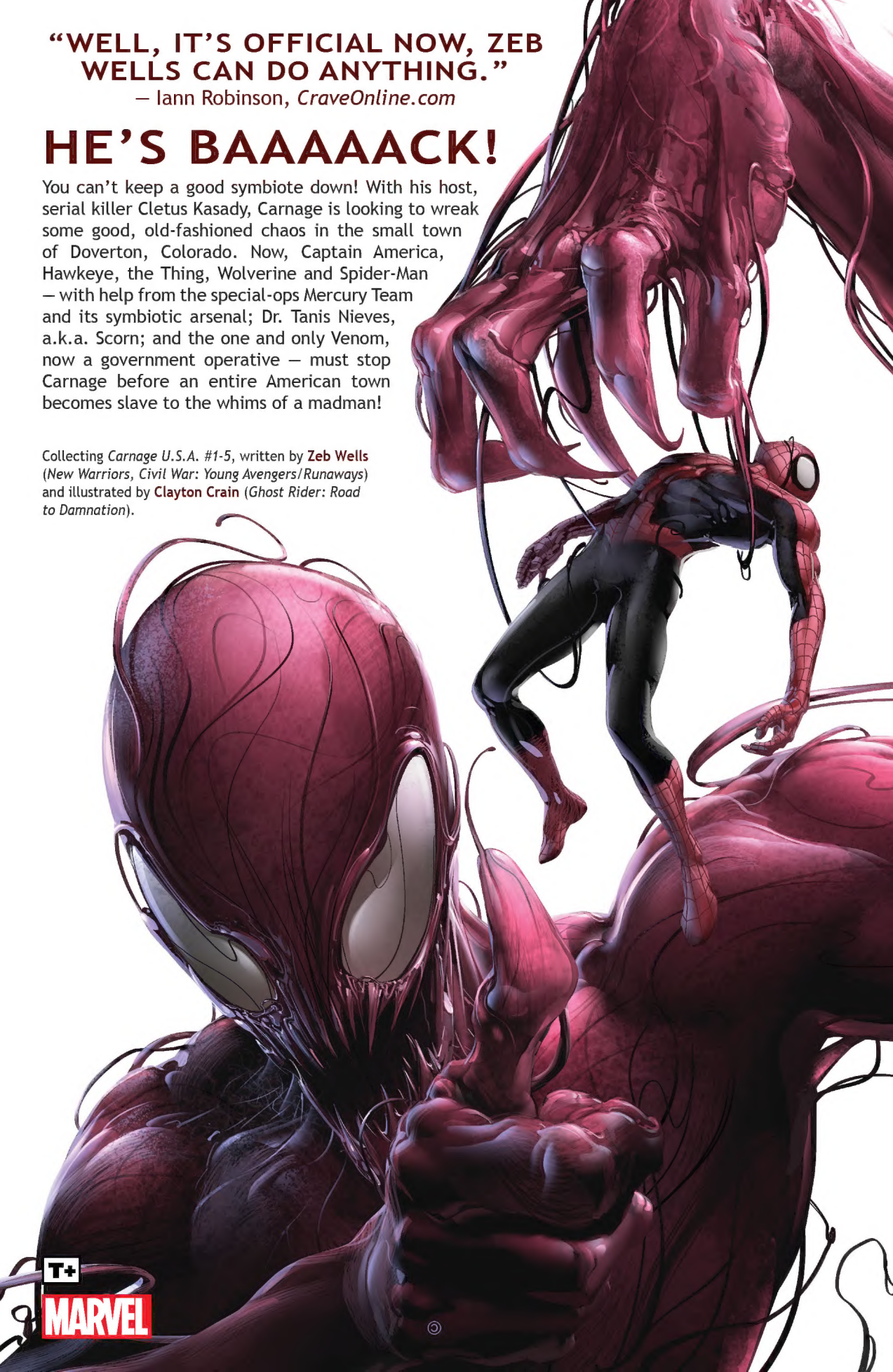
**“WELL, IT’S OFFICIAL NOW, ZEB
WELLS CAN DO ANYTHING.”**

— Iann Robinson, *CraveOnline.com*

HE’S BAAAAACK!

You can’t keep a good symbiote down! With his host, serial killer Cletus Kasady, Carnage is looking to wreak some good, old-fashioned chaos in the small town of Doverton, Colorado. Now, Captain America, Hawkeye, the Thing, Wolverine and Spider-Man — with help from the special-ops Mercury Team and its symbiotic arsenal; Dr. Tanis Nieves, a.k.a. Scorn; and the one and only Venom, now a government operative — must stop Carnage before an entire American town becomes slave to the whims of a madman!

Collecting *Carnage U.S.A. #1-5*, written by **Zeb Wells** (*New Warriors*, *Civil War: Young Avengers/Runaways*) and illustrated by **Clayton Crain** (*Ghost Rider: Road to Damnation*).



T+

MARVEL